

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000014127
AR Resources, Inc.

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*****78.75 *****78.75

☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

RECEIVED
01 FEB +5 AM 11:14
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
01 FEB -7 PM 12:43
TALLAHASSEE, FLORIDA

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Signature _____

Requested by: 130

Name _____

Date 2/5/01

Time 10:23

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 5, 2001

CAPITAL CONNECTION, INC.

SUBJECT: AR RESOURCES, INC.
Ref. Number: W01000002685

We have received your document for AR RESOURCES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 801A00006970

Corrected

RECEIVED
01 FEB -7 AM 10:39
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
AR RESOURCES, INC.

ARTICLE I

NAME

The name of the corporation shall be AR Resources, Inc.

ARTICLE II

PRINCIPAL OFFICE

The corporation's initial principal office of business and the mailing address is
505 Willow Oak Lane, Jacksonville, FL 32259.

ARTICLE III

PURPOSE

The nature of the business or purposes to be conducted or promoted is to engage
in any lawful act or activity for which corporations may be organized under the laws of
the State of Florida or any other state and of the United States.

ARTICLE IV

SHARES

The total number of shares of capital stock that the Corporation shall have
authority to issue is 5,000, all of which are to be common stock with par value of One
and No/100 Dollars (\$1.00) per share.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Directors of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark A. Boggs	505 Willow Oak Lane Jacksonville, FL 32259
Eric Rose	693 Otterspool Lane Jacksonville, FL 32225

ARTICLE VI
REGISTERED AGENT

Its registered office in the State of Florida is Mark A Boggs. The name of its registered agent at such address is 505 Willow Oak Lane, Jacksonville, FL 32259. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII
INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>
Mark A. Boggs	505 Willow Oak Lane Jacksonville, FL 32259

ARTICLE VII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.


ARTICLE IX
PRE-EMPTIVE RIGHTS

Each Shareholder of the common stock of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

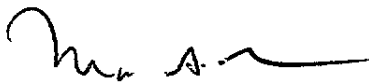
- A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class of classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of the shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or
- B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 6th day of February, 2001.


Mark A. Boggs

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Mark A. Boggs

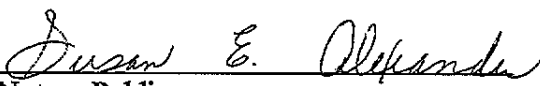
STATE OF FLORIDA

COUNTY OF SAINT JOHNS

)
) ss
)

The foregoing instrument was acknowledged before me this the 6 day of February, 2001, by Mark A. Boggs, who is personally known to me, and who did take an oath.




Notary Public

My commission expires: 9/27/01

SUSAN E. ALEXANDER
(Printed Name)

01 FEB -7 PM 12:44
RECEIVED
SECRETARY OF STATE
TALLAHASSEE FLORIDA