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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

New River Capital, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

ARTICLES OF INCORPORATION
OF
NEW RIVER CAPITAL, INC.

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is New River Capital, Inc.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock at par value of \$5.00 per share.

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ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

ARTICLE VII

Initial Directors and Officers

The name and address of each member of the first Board of Directors and the officers are:

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<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Natalie Beth Petersilie	4300 Oceanhomes Court St. Augustine, Florida 32080	President/Secretary/ Director
Frank Petersilie	4300 Oceanhomes Court St. Augustine, Florida 32080	Vice-President/Treasurer/ Director

ARTICLE VIII

Subscribers

The name and address of the subscriber to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Natalie Beth Petersilie	4300 Oceanhomes Court St. Augustine, Florida 32080

ARTICLE IX

Principal Office,
Initial Registered Office and Registered Agent

The street address and mailing address of the principal office of the corporation is 4300 Oceanhomes Court, St. Augustine, Florida 32080, and the street address of the initial registered office is 780 North Ponce de Leon Boulevard, St. Augustine, Florida 32084. The name of the registered agent for service of process at that address is John D. Bailey, Jr.

ARTICLE X

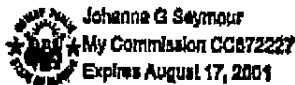
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

Natalie Beth Petersilie
Natalie Beth Petersilie

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this 8th day of February, 2001, by Natalie Beth Petersilie, who () is personally known to me or () has produced _____ as identification.



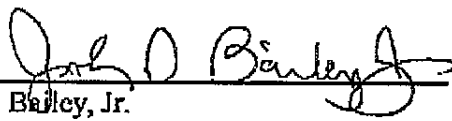
Johanna G. Seymour
Notary Public

(Name of notary, typed/printed/stamped)
My commission number: _____
My commission expires: _____

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ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.



John D. Bailey, Jr.

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