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01 SEP -5 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 458430 4320888

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 5, 2001

ORDER TIME : 11:11 AM

ORDER NO. : 458430-005

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-09/05/01--01072--002

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

CUSTOMER NO: 4320888

CUSTOMER: Ms. April Haley
Livingston Patterson
Strickland & Weiner, P.a.
46 N. Washington Blvd.

Sarasota, FL 34236

DOMESTIC FILING

NAME: BLACKTHORN VENTURES, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS: _____

RECEIVED
01 SEP -5 PM 12:14
DIVISION OF CORPORATION

J. BRYAN SEP - 5 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
BLACKTHORN VENTURES, INC.**

Article I - Name

The name of this corporation is Blackthorn Ventures, Inc.

Article II - Capital Stock

This corporation is authorized to issue 10,000 shares of one-cent par value common stock.

Article III - Mailing Address and Principal Office

The mailing address of the corporation is 46 North Washington Blvd., #1, Sarasota, Florida 34236, and the principal office of the corporation is 4000 Gulf of Mexico Drive, Longboat Key, Florida 34228.

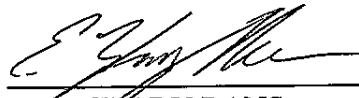
Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 46 North Washington Blvd., #1, Sarasota, Florida, 34236 and the name of the initial registered agent of this corporation at that address is E. Zachary Rans.

Article V - Incorporator

The name and address of the person signing these Articles is E. Zachary Rans, 46 North Washington Blvd., #1, Sarasota, Florida, 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of September, 2001.



E. ZACHARY RANS
Incorporator

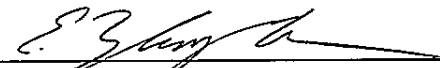
blackthorn ventures\articles of incorporation

**NOTICE OF APPOINTMENT OF REGISTERED AGENT,
ACCEPTANCE, AND DESIGNATION OF CORPORATE OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, E. ZACHARY RANS, having a street address of 46 North Washington Blvd., #1, Sarasota, Florida 34236, having been appointed by the directors of BLACKTHORN VENTURES, INC., as registered agent, states as follows:

1. The address of the registered agent shall be 46 North Washington Boulevard, Suite 1, Sarasota, Florida 34236, and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.
2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


E. ZACHARY RANS

blackthorn ventures\ acceptance of registered agent