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June 26, 2002

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/26/02--01014--007
*****78.75 *****78.75

RE: P. A. BERRY CO., INC.
Our File No. 02-57

TO WHOM IT MAY CONCERN:

Enclosed please find the Articles of Incorporation of P. A. BERRY CO., INC., and the Certificate Designating Registered Agent, together with a check in the amount of \$78.75, as and for the filing fee and certified copy.

Please send the certified copy of the said Articles and registered agent designation to me at the above address.

Thank you for your consideration in this matter and if you should have any questions, please feel free to contact this office at the above number.

Very truly yours,

Patti
Secretary to Jay D. Asbury

encls.



FILED
02 JUN 27 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

P.A. BERRY, CO., INC.

FILED
02 JUN 27 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, competent to contract, hereby associate themselves for the purpose of forming a corporation for profit under and by virtue of the laws of the State of Florida, and adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be P.A. BERRY CO., INC., and its principal place of business shall be 102 Lakeview Trail, Crescent City, FL 32112, with the privilege and right of establishing and maintaining such other place or places of business and offices and agencies elsewhere in the State of Florida, or in any State of the United States, as the corporation may hereafter desire and determine. The name and address of the initial registered agent of this corporation is PATRICIA A. BROWN, whose physical address is 102 Lakeview Trail, Crescent City, FL 32112 and whose mailing address is Post Office Box 210, Lake Como, FL 32157.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida and to engage in the business of buying and selling real estate. To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways to acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, market, and in all other ways, (whether like, or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not

limited to, money, credits, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind, and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereof, including, but not limited to mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

ARTICLE III - STOCK

The total number of shares of stock which the corporation shall have authority to issue is One hundred (100) shares, which shall be common stock with \$1.00 par value.

ARTICLE IV - CAPITAL

The amount of capital with which the corporation will begin business is \$ 100.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial board of Directors. 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 three. The names and addresses of the initial Board of Directors of the corporation is:

CHERYLE A. FREEMAN, 307 6th Avenue N.E., Glen Benie, MD 21060
JAMES L. BROWN, Post Office Box 210, Lake Como, FL 32157
PATRICIA A. BROWN, Post Office Box 210, Lake Como, FL 32157

ARTICLE VII - OFFICERS

The business of this corporation shall be conducted by the officers of this corporation. The name of the persons who will serve as officers of this corporation is:

CHERYLE A. FREEMAN	President
JAMES L. BROWN	Vice President
PATRICIA A. BROWN	Treasurer/Secretary

ARTICLE VIII - ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscribing Incorporator have executed these Articles of Incorporation on the 24th day of May, 2002.

Cheryle A. Freeman
CHERYLE A. FREEMAN, President

James L. Brown
JAMES L. BROWN, Vice President

Patricia A. Brown
PATRICIA A. BROWN,
Secretary/Treasurer

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

The foregoing instrument, ARTICLES OF INCORPORATION was acknowledged before me this 24 day of MAY, 2002, by CHERYLE A. FREEMAN, ✓ who is personally known to me, or _____ who has produced _____ as identification.

Nickie D Krakowski
(SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT)

My Commission expires: 7/3/05

VICKIE D KRAKOWSKI
(NAME OF ACKNOWLEDGER TYPED, PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)

STATE OF FLORIDA

COUNTY OF PUTNAM

The foregoing instrument, ARTICLES OF INCORPORATION, was acknowledged before me this 8th day of May, 2002, by JAMES L. BROWN and PATRICIA A. BROWN; _____ who are personally known to me, or XXX who have produced Florida Drivers' licenses as identification.



(SIGNATURE OF PERSON TAKING
ACKNOWLEDGEMENT)

PATRICIA L. ASBURY
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # GC834874
EXPIRES 8/28/2003
BONDED THRU 1488-NOTARY1

(NAME OF ACKNOWLEDGER TYPED,
PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)

CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with sections 48.091 and 607.34, Florida Statutes, the following is submitted:

FIRST that P.A. BERRY CO., INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 102 Lakeview Trail, Crescent City, FL 32112, has named PATRICIA A. BROWN as it's agent to accept service of process within the State of Florida.

DATED: May 24, 2002.

Cheryle A. Freeman
CHERYLE A. FREEMAN, President

James L. Brown
JAMES L. BROWN, Vice President

Patricia A. Brown
PATRICIA A. BROWN,
Secretary/Treasurer

Having been named to accept service of process for the named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Patricia A. Brown
PATRICIA A. BROWN,
Secretary/Treasurer

STATE OF MARYLAND

COUNTY OF ANNE ARUNDEL

The foregoing instrument, CERTIFICATE DESIGNATING RESIDENT AGENT was acknowledged before me this 24 day of May, 2002, by CHERYLE A. FREEMAN, ✓ who is personally known to me, or _____ who produced _____ as identification.

Vickie D Krakowski
(SIGNATURE OF PERSON TAKING
ACKNOWLEDGMENT)

My Commission expires:

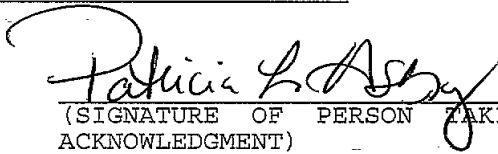
7/3/05

VICKIE D KRAKOWSKI
NAME OF ACKNOWLEDGER TYPED,
(PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)

STATE OF FLORIDA

COUNTY OF PUTNAM

The foregoing instrument, CERTIFICATE DESIGNATING RESIDENT AGENT was acknowledged before me this 8th day of May, 2002, by JAMES L. BROWN and PATRICIA A. BROWN, _____ who are personally known to me, or XX who have produced Florida Drivers' licenses _____ as identification.



(SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT)

PATRICIA L. ASBURY
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC834674
EXPIRES 8/25/2009
BONDED THRU 1-000-NOTARY

(NAME OF ACKNOWLEDGER TYPED,
PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)