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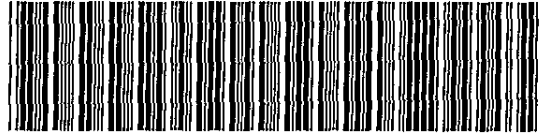
(Business Entity Name)

(Document Number)

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03 APR -9 AM 11:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5425 9245

APR 09 2003

POTTER INVESTMENT PROPERTIES, INC  
1450 NW LAKESIDE TRAIL  
STUART, FL 34994  
(772)692-4994

April 7, 2003

State of Florida  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Articles of Incorporation

Gentlemen:

Please find the enclosed Articles of Incorporation and designation of registered agent for Potter Investment Properties, Inc.

Articles of Incorporation were previously submitted under the name Potters, Inc., but this name was unavailable.

Please apply the \$87.50 previously submitted to these filing fees.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Terry L. Potter', with a large, stylized circular flourish at the end.

Terry L. Potter



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 1, 2003

TERRY L. POTTER  
1450 NW LAKESIDE TR  
STUART, FL 34994

SUBJECT: POTTERS, INC.  
Ref. Number: W03000009249

We have received your document for POTTERS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6927.

Tracy Smith  
Document Specialist  
New Filings Section

Letter Number: 703A00019599

ARTICLES OF INCORPORATION  
OF  
POTTER INVESTMENT PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Potter Investment Properties, Inc., hereinafter referred to as the "corporation".

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue one thousand shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is: 1450 NW Lakeside Trail, Stuart, FL 34994. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII

The name and address of the member of the first Board of Directors is: Terry L. Potter, 1450 NW Lakeside Trail, Stuart, FL 34994.

This director shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the By-Laws.

03 APR -9 AM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

BEFORE ME, A Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgements, personally appeared Terry L. Potter to me well known and known to me to be the persons who executed the foregoing Articles of Incorporation of Potter Investment Properties, Inc., and acknowledged that he executed the same for the purposes therein set forth.

WITNESS my hand and official seal at Vero Beach, Indian River County, Florida this 7th day of April, 2003.



Louise A. Arnold  
My Commission DD075813  
Expires December 28, 2005

(Notary Seal)

*Louise A. Arnold*  
Notary Public, State at Large

**FILED**  
03 APR -9 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE IX

The name and address of the incorporator is:  
Terry L. Potter, 1450 NW Lakeside Trail, Stuart, FL 34994.

ARTICLE X

Unless otherwise provided in the By-Laws, every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The By-Laws may provide that every stockholder is not to have the right to so purchase. The By-Laws may provide for cumulative voting for directors and may make provisions governing the issuance of stock certificates to replace lost or destroyed certificates. These directors shall be elected by the shareholder at each annual meeting and the officers shall be elected by the director at each annual meeting. The date of the annual meeting shall be fixed by the By-Laws.

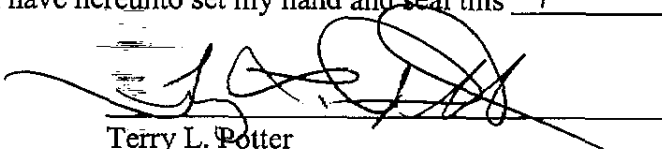
ARTICLE XI

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 the majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation may be made.

ARTICLE XII

The registered agent for service of process within this state shall be Terry L. Potter of 1450 NW Lakeside Trail, Stuart, FL 34994.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th  
day of April, 2003.

  
Terry L. Potter  
Subscriber/Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Terry L. Potter  
Registered Agent