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2005 MAR 23 PM 3:31
STATE
TALLAHASSEE FLORIDA

3/23/05

**LAW OFFICES OF
JAMES O. WALKER, III**

Attorney & Counselor at Law ~ 1339 N. E. 4th Avenue ~ Fort Lauderdale, Florida 33304
Phone (954) 527-1194

January 28, 2005

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

2005 MAR 23 PM 3: 31
TALLAHASSEE FLORIDA
DEPARTMENT OF STATE

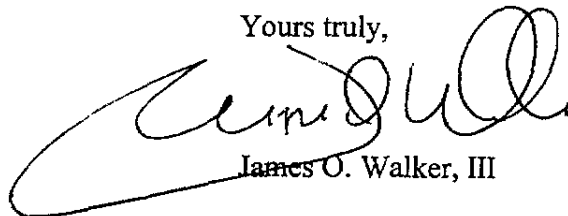
Re: Articles of Incorporation of Mornings Star Properties, Inc.

Dear Sir/ Madam:

Enclosed herewith, please find the original and a copy of Article of Incorporation for Morning Star Properties, Inc .for filing along with a check in the amount of \$78.75 to cover the cost of filing as well as for a certified copy to be sent to us.

Thanking you in advance for your anticipated cooperation, courtesy and prompt attention in this regard, I remain

Yours truly,



James O. Walker, III

JOW/si

Enclosures as stated



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2005 MAR 23 PM 3:32
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

February 8, 2005

JAMES O. WALKER III, ESQUIRE
1339 N.E. 4TH AVENUE
FORT LAUDERDALE, FL 33304

SUBJECT: MORNING STAR PROPERTIES, INC.
Ref. Number: W05000006586

We have received your document for MORNING STAR PROPERTIES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 805A00008750

JAMES O. WALKER, III
Attorney & Counselor at Law

Fort Lauderdale, Fl 33304
(954) 527-1194

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STATE
TALLAHASSEE FLORIDA

FACSIMILE COVER SHEET

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AND CONFIDENTIAL INFORMATION**

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TODAY'S DATE: MARCH 23, 2005
Time: 11:24 P.M. EST

FROM: JAMES O. WALKER, III

ADDRESSEE/ATTN. OF: Ms. CLARETHA GOLDEN, Dir. Spec. Div. SCMP
(850) 245-6804

Re: W05000006586 MORNING STAR PROPERTIES, INC. SINCE THAT NAME WAS UNACCEPTABLE, OUR CLIENT HAS OPTED TO CHANGE TO LONG RUN PROPERTIES, INC. ACCORDINGLY, WE ARE HEREWITH CURNING YOU WITH THE ARTICLES OF INCORPORATION FOR PROCESSING. IF THERE ARE ANY QUESTIONS, PLEASE ADVISE AT YOUR EARLIEST OPPORTUNITY.

Number of Pages: 7, including this Cover Sheet.

HARD COPY: WILL WILL NOT FOLLOW.

2005 MAR 23 PM 3:32

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
LONG RUN PROPERTIES, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporator acknowledges and files this Certificate for the purpose of forming a corporation under laws of the State of Florida.

NAME OF CORPORATION

FIRST: The name of the Corporation shall be **LONG RUN PROPERTIES, INC.**

OBJECTIVE OR OBJECTS OF CORPORATION

SECOND: To transact any or all lawful business for which corporations may be organized which is not prohibited by law nor required to be specifically stated in the Articles.

LOCATION

THIRD: The principal office of the Corporation in the State of Florida, County of Broward, shall be located at 4846 North University Drive, #372, Lauderhill, FL 33351-4510.

CAPITAL STOCK

FOURTH: 1) The total number of shares of stock which the corporation shall have authority to issue shall be seven thousand five hundred (7500) shares of common stock of a par value of One Dollar (\$1.00) per share. The total of authorized capital stock is thus seven thousand five hundred (7500) shares of Seven

Thousand Five Hundred Dollars (\$7,500.00) par value common stock, and all of said stock shall be common and none shall be preferred stock or stock of a different class.

2) The Corporation will begin business with seven thousand five hundred (7500) shares of said common stock of the aggregate value of Seven Thousand Five Hundred Dollars (\$7,500.00), fully paid for as shown by the subscriber hereinafter set out.

**OFFICER(S) TO RECEIVE SUBSCRIPTIONS TO
CAPITAL STOCK**

FIFTH: The name and post office address of the officer or agent designated by the incorporator to receive subscriptions to the capital stock of the Corporation is TAUNYA L. CAMPFIELD-DIX and RICHIA R. DIX, 4846 North University Drive, #372, Lauderhill, FL 33351-4510.

**INCORPORATOR: STOCKHOLDER: DIRECTOR
AND OFFICER FOR FIRST YEAR**

SIXTH: 1) The name and address of the incorporator is as follows:

INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>
RICHIA R. DIX	4846 North University Drive, # 372 Lauderhill, Florida 33351-4510

2) The name and address of the initial stockholders and the number of shares subscribed is as follows:

STOCKHOLDER

<u>Name and Address</u>	<u>Number of Shares</u>
Authorized but undistributed	7,500

3) The name and address of the director(s) chosen for the first year are as follows:

<u>Name</u>	<u>Address</u>
RICHIA R. DIX	4846 North University Drive, # 372 Lauderhill, Florida 33351-4510
TAUNYA L. CAMPFIELD-DIX	4846 North University Drive, #372 Lauderhill, Florida 33351-4510

4) The name and address of the officer(s) of the Corporation chosen for the first year and the office to which they each have been chosen is as follows:

OFFICERS

<u>Name and Address</u>	<u>Officer</u>
RICHIA R. DIX 4846 North University Drive, #372, Laudershill Florida 33351-4510	President/Treasurer/Chairman of Board of Directors
TAUNYA L. CAMPFIELD-DIX 4846 North University Drive, #372, Laudershill Florida, 33351-4510	Vice-President/Secretary/Vice- Chairman of Board of Directors

SEVENTH: The period of duration of this Corporation shall be perpetual.

SPECIAL PROVISIONS

EIGHTH: 1) The Officers and/or Board of Directors shall have authority to adopt such rules, by-laws and regulations for the governing of the Corporation as he/she may deem necessary or expedient.

2) Holders of common stock shall be entitled to one vote for each and every share of stock standing in his, her or its name at any and all meetings of the stockholders of the Corporation, and

said stock may be voted by the stockholders of record, either in person or by proxy.

3) The business and affairs of the Corporation shall be under the management and control of a Board of Directors, said Board to consist of a minimum of one (1) person. In the event of the death or resignation of a director, or the refusal of a person elected as director to accept his elections as such, or to otherwise qualify as such, the remaining directors shall elect his successor. All officer(s) and director(s) shall hold office for a period of one (1) year, or until their respective successor(s) are duly elected and qualified. The stockholders shall have the right to amend, modify or invalidate any and all actions of the Board of Director(s) by a simple majority vote of the stockholder(s).

4) The shares of capital stock in the Corporation, when fully paid for in accordance with the subscription therefore, as authorized or provided by law, shall be fully paid and non-assessable; and in no case shall any stockholder be individually liable otherwise than for the unpaid stock subscribed for by him.

5) The Corporation shall have a lien on the shares of its stockholder(s) for any debt or liability incurred by a stockholder to it before a notice of transfer of levy on such shares, and shall have all the rights in respect thereto, and with respect to the enforcing of said lien as are now, or may be hereafter, conferred by the laws of the State of Florida.

6) The dates on which the stockholder(s) annual meeting shall be held, the number of director(s) and their terms of office, and the terms of office of the officer(s), and the powers

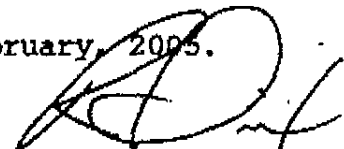
and duties of the officer(s), shall be fixed by the By-Laws and filed by the Board of Director(s). The Corporation shall have power to make By-Laws for the regulation and governing of the Corporation, its agents, servants and officers, and for all other purposes not inconsistent with the Constitution and laws of the State of Florida.

7) Restrictions applicable to the transfer of stock by any stockholder or the disposition of such stock upon the death of any stockholder shall be controlled and regulated by the By-Laws as adopted.

8) The Corporation reserves the right to amend, alter, modify, change or repeal any provision contained in these Amended Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon the officers, directors and stockholders herein are granted subject to this reservation.

9) JAMES O. WALKER, III, Esq., 1339 N.E. 4th Avenue, Fort Lauderdale, Florida 33304 shall be the Registered Agent of the Corporation to receive service of process.

IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand and seal on this 11 day of February, 2005.



RICHIA R. DIX

SWORN TO AND SUBSCRIBED before me on this 11 day of

February, 2005



Notary Public, State of Florida At Large

My Commission Expires:



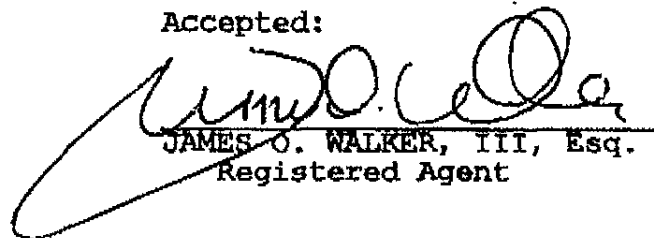
James O Walker, III
My Commission DD271370
Expires February 08, 2008

FILED
2005 MAR 23 PM 3:32
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT

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

Accepted:


JAMES O. WALKER, III, Esq.
Registered Agent

LISTING OF CORPORATE OFFICERS FOR
LONG RUN PROPERTIES, INC.

- | | | |
|----|-------------------------|---|
| 1. | RICHIA R. DIX | President, and Chairman
of Board of Directors |
| 2. | TAUNYA L. CAMPFIELD-DIX | Vice-President, and Vice
Chairman of Board of
Directors |