

P960000 30157

LAW OFFICES
ARNOLD D. TRITT, JR., P.A.

MEMBER OF FLORIDA
AND GEORGIA BARS

SUITE 216
103 CENTURY 21 DRIVE
JACKSONVILLE, FLORIDA 32216

TELEPHONE
904/727-3975
FACSIMILE
904/727-9506

March 28, 1996

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

200001765452
-04/02/96--01003--017
*****70.00 *****70.00

SUBJECT: SHAPELLS, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00.

FROM: Arnold D. Tritt, Jr.
103 Century 21 Drive
Suite 216
Jacksonville, FL 32216
(904) 727-3975

FILED
95 APR -1 AM 8:35
TALLAHASSEE, FLORIDA

Thank you for your immediate attention to this matter.

Sincerely,


Arnold D. Tritt, Jr.

ADT/lfk

cc: File

F. CHESSEY APR 8 1996.

F. CHESSEY APR 8 1996.

**ARTICLES OF INCORPORATION
OF
SHAPELLS, INC.**

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

ARTICLE I - NAME

The name of the corporation shall be:
Shapells, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8565 Stocks Road
Jacksonville, Florida 32220

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV - SHARES

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 100,000 shares at a par value of \$1.00 each.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is:

Guy R. Lachapelle
8565 Stocks Road
Jacksonville, Florida 32220

FILED
95 APR -1 PM 6:35
CLERK OF COURT
JACKSONVILLE, FLORIDA

ARTICLE VII - OFFICERS AND DIRECTORS

The names and addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected are:

President and Director: Guy R. Lachapelle
8565 Stocks Road
Jacksonville, Florida 32220

Vice President and Director: Guy R. Lachapelle
8565 Stocks Road
Jacksonville, Florida 32220

Secretary/Treasurer: Guy R. Lachapelle
8565 Stocks Road
Jacksonville, Florida 32220

ARTICLE V - INCORPORATOR

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

Arnold D. Tritt, Jr.
Post Office Box 2399
Jacksonville, Florida 32203-2399

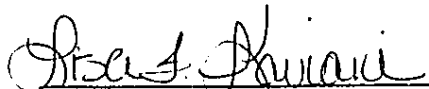
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of March, 1996.

Signature of Incorporator:



STATE OF FLORIDA
COUNTY OF DUVAL

THE FOREGOING instrument was acknowledged and sworn to me this 28th day of March, 1996.


Notary Public Lisa F. Kaviani

My Commission Expires:



LISA F KAVIANI
My Commission CC396292
Expires Jul. 25, 1998
Bonded by HAI
800-422-1666

(SEAL)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

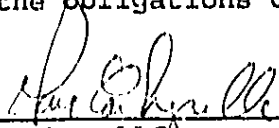
1. The name of the corporation is:

Shapells, Inc.

2. The name and address of the registered agent and office is:

Guy R. Lachapelle
856th Stocks Road
Jacksonville, Florida 32220

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Guy R. Lachapelle

5-7-96
Date

FILED
95 APR -1 AM 8:35
TALLAHASSEE, FLORIDA