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NAME: A. FOX & SONS, INCORPORATED

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**ARTICLES OF INCORPORATION
OF
A. FOX & SONS, INCORPORATED**

FILED
97 APR 29 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. - NAME OF CORPORATION

The name of the corporation shall be A. Fox & Sons, Incorporated.

ARTICLE II. - INITIAL PRINCIPAL PLACE OF BUSINESS

The initial principal place of business and mailing address of the corporation shall be 1131 Willa Vista, Maitland, Florida 32751.

ARTICLE III. - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV. - GENERAL PURPOSES

The general purposes for which the corporation is organized shall be to conduct and transact any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V. - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five hundred (7,500) shares, which

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shall be designated Common Shares with a par value of one cent (\$.01) per share. The consideration to be paid for each share shall be fixed by the board of directors, and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a Written Contract, or other securities of the corporation, with a value in the judgement of the directors, equivalent to or greater than the full par value of the shares.

**ARTICLE VI. - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of the corporation is 1131 Willa Vista, Maitland, Florida 32751.

The name of the initial registered agent of the corporation is Andrew Fox whose address is 1131 Willa Vista, Maitland, Florida 32751.

ARTICLE VII. - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be one (1).

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

<u>Name</u>	<u>Address</u>
Andrew Fox	1131 Willa Vista Maitland, Florida 32751

ARTICLE VIII. - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Andrew Fox	1131 Willa Vista Maitland, Florida 32751

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The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any By-Law adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to amendment or repeal by the Directors.

ARTICLE X. - AMENDMENT TO ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE XI. - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this day of April, 1997


ANDREW FOX

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Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That A. Fox & Sons, Incorporated, desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Incorporation, at 1131 Willa Vista, Maitland, Florida 32751, County of Orange, State of Florida, has named Andrew Fox, located at 1131 Willa Vista, Maitland, Florida 32751, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.


ANDREW FOX

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97 APR 29 AM 11:00
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