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JOHN F. TOLSON, JR.

ATTORNEY AT LAW  
2301 Park Avenue, Suite 406  
Orange Park, Florida 32073

REPLY TO:  
P.O. BOX 655  
ORANGE PARK, FL 32067-0655

PHONE (904) 269-0050  
FAX (904) 269-6119

September 10, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

200002985302--3  
-09/13/99--01105--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Penelope's Porch, Inc.

Dear Sirs:

Enclosed are the original Articles of Incorporation for the above corporation and my trust account check #2989 in the amount of \$70.00 to cover costs are as follows:

1. \$35.00 filing fee
2. \$35.00 designation of Registered Agent

I have also enclosed one copy of the Articles of Incorporation for date stamp certification by you and return to me in the self addressed stamped envelope provided herein.

If you have any questions, please give me a call.

Very truly yours,

  
John F. Tolson, Jr.  
Attorney at Law

JFT,JR/sgm  
Enclosures

EFFECTIVE DATE  
9/20/99

FILED  
99 SEP 13 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TS 9/12/99

ARTICLES OF INCORPORATION  
OF  
PENELOPE'S PORCH, INC

EFFECTIVE DATE  
9/20/99

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 this corporation shall be:

PENELOPE'S PORCH, INC.

ARTICLE II - Principal Office

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

Principal Office  
Penelope's Porch, Inc.

Mailing Address  
1630 Highland View Court  
Orange Park, Florida 32073

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ARTICLE III - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

The corporation is authorized to issue only one class of shares of stock. The aggregate number of shares that the corporation is authorized to issue is 1,000 shares. The aggregate par value of the shares is One Thousand Dollars (\$1,000.00), and the par value of each share is \$1.00. No distinction shall exist between the shares of the corporation or between the holders of such shares.

ARTICLE IV - INDEMNIFICATION

The Corporation shall indemnify each officer and Director, including former officers and directors, to the full extent permitted by law including but not limited to Florida Statute Section 607.0850.

ARTICLES OF INCORPORATION  
PENELOPE'S PORCH, INC.

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ARTICLE V - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203, Florida Statutes the date when corporate existence shall commence is September 20, 1999.

ARTICLE VI - Initial Registered Agent and Address

The name and address of the initial registered agent is:

John F. Tolson, Jr.  
2301 Park Avenue, Suite 406  
Orange Park, FL 32073

ARTICLE VII - Incorporator

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

Virginia M. Kendzierski  
1630 Highland View Court  
Orange Park, FL 32073

The undersigned has executed these Articles of Incorporation this 10<sup>th</sup> day of September, 1999.

  
VIRGINIA M. KENDZIERSKI  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

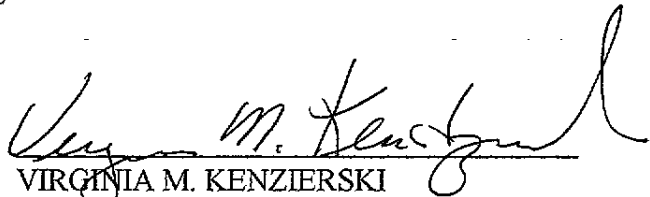
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

PENELOPE'S PORCH, INC.

2. The name and address of the Registered Agent and office is:

John F. Tolson, Jr.  
2301 Park Avenue, Suite 406  
Orange Park, FL 32073

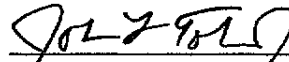


VIRGINIA M. KENZIERSKI

Title: Incorporator

Date: September 10, 1999

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.



JOHN F. Tolson, Jr.

Date: September 10, 1999

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