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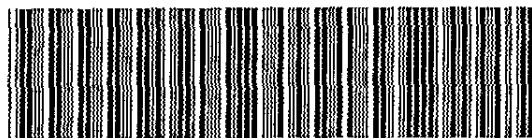
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SECRETARY OF STATE
TALLAHASSEE FLORIDA



PHILIP F. LUPO

ATTORNEY AT LAW, P.A.

ROXANNE LUPO
PARALEGAL

1900 ROCKLEDGE BOULEVARD
ROCKLEDGE, FL 32955
(321) 632-5870
(321) 632-4966 FAX

April 8, 2003

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

Re: FAGEN FAMILY HISTORICAL TRUST, INC.

Dear Madam/Sir:

With reference to the above, please find enclosed an original and one copy of the Articles of Incorporation and our check in the amount of \$78.75 representing the following fees:

Filing Fee:	\$35.00
Certified Copy	\$ 8.75
Registered Agent	\$35.00

Kindly, file the original Articles of Incorporation (not for profit) and Acceptance of Resident Agent and return the certified copy to my office along with the Certificate of Incorporation.

Thank you for your assistance. Should you have any questions or concerns, feel free to contact my office.

Respectfully,

Philip F. Lupo, Esquire

PFL:rl

enclosures

cc: Lisa Brito
Kitty Garrett

ARTICLES OF INCORPORATION
(In Compliance with Chapter 617, F.S.; Not for Profit)

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ARTICLE I NAME

The name of the corporation shall be: FAGEN FAMILY HISTORICAL TRUST, INC.

ARTICLE II PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 5311 SW 153 Avenue, Miami, Florida 33185.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: to preserve, protect and maintain the "Elihu Smith Family Cemetery" located in Ormond Beach, Florida, and any and all other lawful purposes in compliance with Florida Statutes, §617.

ARTICLE IV MANNER OF ELECTION

The manner in which directors are elected or appointed: Directors will be appointed by a majority vote of the Board of Directors.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The Board of Directors shall consist of no less than three (3) Directors. The names and addresses of the initial Board of Directors are: ELIZABETH A. BRITO, 5311 SW 153 Avenue, Miami, Florida 33185; CATHY F. GARRETT, 8921 Lake Drive, #302, Cape Canaveral, Florida 32920; and ROXANNE LUPO, 1900 Rockledge Boulevard, Rockledge, Florida 32955.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent and street address of the registered agent is: PHILIP F. LUPO, ESQUIRE, Attorney at Law, 1900 Rockledge Boulevard, Rockledge, Florida 32955.


ARTICLE VII INCORPORATOR

The name and address of the Incorporator is: ELIZABETH A. BRITO, 5311 SW 153 Avenue, Miami, Florida 33185.



ELIZABETH A. BRITO, Incorporator

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 RESIDENT
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 THE ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



PHILIP F. LUPO, ESQUIRE

Registered Agent

Dated: April 8, 2003.

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TALLAHASSEE FLORIDA