13100 Pine Borough Lane Palm Beach Gardens, Florida 33418

March 22, 2000

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-04/14/00--01072--016 *****70.00 *****70.00

Ms Katheryn Harris Secretary of State of Florida Divisions of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Dear Ms Harris:

Enclosed are the Articles of Incorporation for:

F & D INVESTMENTS OF OKEECHOBEE, INC.

and a check in the amount of \$70.00 to cover the cost of the various fees.

Please return the notice of filing with the assigned document number to my office at:

William A. Adams 13100 Pine Borough Lane Palm Beach Gardens, Florida 33418

Thank you.

Sincerely,

William A. Adams

PILED MID: 09
SECRETARY OF STATE
SECRETARY OF STATE

ON TO

ARTICLES OF INCORPORATION
OF
F & D INVESTMENTS OF OKEECHOBEE,

ARTICLE I

The name of the Corporation 1s: F & D INVESTMENTS OF OKEECHOBEE, INC.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV REGISTERED OFFICE AND AGENT

The street address of the registered office and the principal place of business is:

8288 NW 144th Trail Okeechobee, Florida 34972

and the initial registered agent(s) of this Corporation at that address is:

Frank DeCarlo

ARTICLE V BOARD OF DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial director(s) of this Corporation are:

NAME ADDRESS

Frank DeCarlo 8288 NW 144th Trail, Okeechobee, Florida, 34972 David Feltenberg 8288 NW 144th Trail, Okeechobee, Florida, 34972

> ARTICLE VI CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles of Inc-

corporation is:

NAME

ADDRESS

Frank DeCarlo 8288 NW 144th Trail, Okeechobee, F1., 34972 David Feltenberg 8288 NW 144th Trail, Okeechobee, F1., 34972

ARTICLE VIII
___POWERS

This Corporation shall have all the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Director(s) may participate in meetings of the Board of Director(s) by means of a conference telephone provided by law.

ARTICLE X ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The director(s) of this Corporation may take action by written consent.

ARTICLE XI INDEMNIFICATION

The Corproation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, any right conferred upon the shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

F & D INVESTMENTS OF OKEECHOBEE, INC.

desiring to organize under the laws of the State of Florida, with its principal place of business:

8288 NW 144th Trail, Okeechobee, Florida, 34972

has named: Frank DeCarlo

located at: 8288 NW 144th Trail, Okeechobee, Fl., 34972

as its agent to accept service of process within Florida.

Frank DeCarlo

Frank DeCarlo

David Feltenberg

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORP-ORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I, HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Agent: Frank DeCarlo

Examil 3, 2000

Date

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this **201** day of **Epuil**, 2000.

Frank DeCarlo

David Feltenberg

STATE OF FLORIDA)
COUNTY OF OKEECHOBEE)

Before me a notary public authorized to take_acknowledgements in the State and County aforesaid, personally appeared:

Frank DeCarlo and David Feltenberg,

known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and who has shown a valid Florida Drivers License and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 3 Ad day of 2000.

Notary Public

MY Commission Expires:

WILLIAM A. ADAMS
MY COMMISSION # CC 669486
EXPIRES: November 27, 2001
Sunded Thru Notary Public Underwriters