

FILED

2000 MAY -8 AM 9:15

Shawn T. Mills
1688 S.W. Shady Lake Terrace
Palm City, FL 34990
(561) 288 1440

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

0000000046878

April 29, 2000

Secretary of State
DIVISION OF CORPORATIONS
P O Box 7327
Tallahassee, FL 32314

700003243187--9
-05/08/00--01124--010
*****88.50 *****87.50

Re: Sha-Keil, Inc.

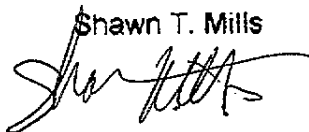
Gentlemen:

Enclosed is the original and one duplicate copy of the Articles of Incorporation for the above-referenced corporation along with the fee for filing, a certified copy (2 pages) and a Certificate of Status in the total amount of \$88.50. Please return a certified copy of the Articles to the undersigned.

Thank you.

Sincerely,

Enclosures

Shawn T. Mills


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

SHA-KELL, 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 is:

SHA-KELL, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1688 S.W. Shady Lake Terrace, Palm City, Florida 34990

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at one time is one hundred (100) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Colleen K. Mills
1688 S.W. Shady Lake Terrace
Palm City, Florida 34990

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ARTICLE V: INCORPORATOR

The name and address of the initial incorporator is as follows:

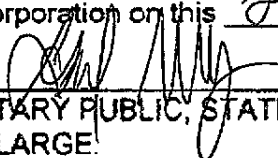
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Shawn T. Mills
1688 S.W. Shady Lake Terrace
Palm City, Florida 34990

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on the 29 day of April, 2000.


SHAWN T. MILLS, Incorporator

Before me, a notary public, personally appeared SHAWN T. MILLS, to me known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribes these Articles of Incorporation on this 29 day of April, 2000.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE.



Lesa J. Murphy
MY COMMISSION # CC756192 EXPIRES
July 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission expires: 7-5-02

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.

SIGNATURE: 
COLLEEN K. MILLS

DATE: April , 2000