

ATTORNEYS

145 NORTH MAGNOLIA AVENUE POST OFFICE BOX 2828 ORLANDO, FLORIDA 32802-2828 WWW.WFMBLAW.COM

Wm. Patrick Fulford, Esq.

June 26, 1998

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> Articles of Incorporation of Honey Bluff, Inc. RE:

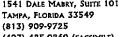
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation together with the Acceptance of designation of registered agent for Honey Bluff, Inc. I have also enclosed my check in the amount of \$78.75 representing payment of \$35.00 for the filing fee, \$35.00 for the registered agent fee and \$8.75 for a certificate of status.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

WPF/rrd enclosure



ARTICLES OF INCORPORATION OF HONEY BLUFF, INC.

SECRETARY PH 1:02 The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this corporation shall be HONEY BLUFF, INC. The principal place of business and mailing address of HONEY BLUFF, INC. shall be as follows:

Principal place of business:

5301 Riverside Drive

Yankeetown, FL 34498

Mailing address:

Post Office Box 222

Yankeetown, FL 34498

ARTICLE II AUTHORIZED STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value Common Stock.

ARTICLE III **VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the corporation.

ARTICLE IV **INCORPORATORS**

The name and address of the persons signing these Articles of Incorporation are:

NAME

ADDRESS

THOMAS M. TRAINER

3728 Rose of Sharon Drive, Orlando, FL

32808

PEGGY L. TRAINER

3728 Rose of Sharon Drive, Orlando, FL

32808

ARTICLE V PREEMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights as set forth in Florida Statute §607.0630(2).

ARTICLE VI INITIAL REGISTERED OFFICE, REGISTERED AGENT AND RESIDENT AGENT

The street address of the initial registered office of this Corporation is 5301 Riverside Drive, Yankee Town, FL, 34498. The name of the initial Registered Agent and Resident Agent of the Corporation is THOMAS M. TRAINER.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
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THOMAS M. TRAINER 3728 Rose of Sharon Drive, Orlando, FL

32808

PEGGY L. TRAINER 3728 Rose of Sharon Drive, Orlando, FL

32808

ARTICLE VIII PURPOSE

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

ARTICLE IX INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X DURATION

This corporation shall have perpetual existence.

ARTICLE XI RESTRICTIONS ON TRANSFER OF STOCK

This corporation is authorized to place restrictions upon any stock authorized or issued by this Corporation and to enter into agreement with stockholders concerning any stock authorized or issued by this corporation in the following respects:

- 1. The transferability or assignment of such stock.
- 2. The preemptive right of the corporation or other stockholders to purchase such stock as a condition precedent to its issue, transfer or assignment.
- 3. The redemption or purchase of such stock by the Corporation.
- 4. The sale, pledge, and involuntary transfer of such stock.

ARTICLE XII AMENDMENT

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

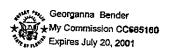
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of June, 2000 being the sole stockholder, this date the undersigned adopts these Articles of Incorporation.

THÓMAS M TRAINER

PEGGY 1/2 TRAINER

STATE OF FLORIDA COUNTY OF ORANGE

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 27% day of June, 2000.



<u>Scorganus Berder</u> Notary Public, State of Florida

My commission expires:

ACCEPTANCE

OO SUN ZO PN 1: 02

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open.

THOMAS M. TRAINER

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared THOMAS M. TRAINER, well known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed. He is personally known to me or produced ______ as identification. THOMAS M. TRAINER (did)/(did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 27% day of June, 2000.

Georganna Bender

My Commission CC865180

Expires July 20, 2001

Notary Public, State of Florida

My commission expires: