

ATTORNEY AT LAW

8/25/00

FILED
SECRETARY OF STATE
STATE OF FLORIDA
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
OCALA RITZ, INC.

ARTICLE I

The name of the Corporation is:

OCALA RITZ, INC.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The purpose for which the Corporation is organized is to include any and all legal activities permitted under the Laws of the State of Florida and the United States.

The Corporation, subject to any specific written limitations or restrictions imposed by the Law or by these Articles of Incorporation, all shall have and exercise the following powers:

- (a) To have and exercise all the powers specified by law;
- (b) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnership, individuals, or other entities, and to enter into general or limited partnerships;
- (c) To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations and created by any domestic or foreign corporations, associations, partnerships, individuals or other entities;

(d) Each of the foregoing clauses of this section shall be construed as independent powers and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or scope of the general powers of the Corporation created by them, nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of like nature.

ARTICLE IV

Nothing contained in the foregoing Article shall be construed to authorize the Corporation to engage in the business of banking, insurance or engineering.

ARTICLE V

The aggregate number of shares that the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 per share.

ARTICLE VI

The shares of the Corporation are not to be divided into classes.

ARTICLE VII

The Corporation is not authorized to issue shares in series.

ARTICLE VIII

The Corporation shall indemnify its officers and directors against liability arising out of acts of the Corporation.

ARTICLE IX

The street address of the initial registered office and Registered Agent of the Corporation shall be **W.E. BISHOP, JR. 7743 SW S.R. 200, Ocala, Florida 34476.**

The Corporation's principal office shall be **7743 SW S.R. 200, Ocala, Florida 34476.**

ARTICLE X

This Corporation shall have two Directors initially. The number of Directors may be increased pursuant to the By-Laws. The affairs of the Corporation will be managed by the Director, who shall serve until the first annual meeting or until his successor (s) are elected by the shareholders in the manner to be set forth in the By-Laws. The initial directors shall be **W.E. BISHOP, JR. of 7743 SW S.R. 200, Ocala, Florida 34476.**

ARTICLE XI

The name and street address of the Incorporator to these Articles of Incorporation
is: **W.E. BISHOP, JR.**
7743 SW S.R .200
Ocala, Florida 34476

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal

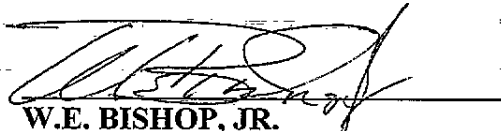
this 24TH day of August, 2000.


W.E. BISHOP, JR.

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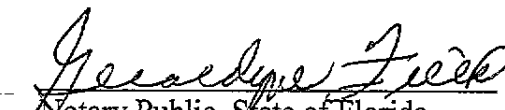
ACCEPTANCE OF RESIDENT AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent
for said corporation.


W.E. BISHOP, JR.
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 24th day of August
2000, who is personally known to me and did not take an oath.


Notary Public, State of Florida
My Commission Expires



Geraldine Field
MY COMMISSION # 00844225 EXPIRES
June 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC