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August 25, 2000

FILED
00 AUG 28 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA UPS

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: Articles of Incorporation for RESICOM
PROPERTIES, INC.

Dear Sir or Madam:

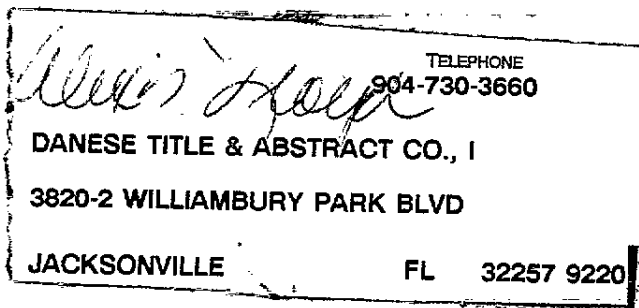
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*****78.75 *****78.75

Enclosed herewith, for filing, please find Articles of
Incorporation for RESICOM PROPERTIES, INC., together with an
official check in the amount of \$78.75 in payment of the following
fees:

Filing Fee:	\$ 35.00
Registration of Designation of Registered Agent:	35.00
Certified Copy:	<u>8.75</u>

\$ 78.75

Kindly acknowledge receipt and filing of same. Day phone is
904/730-3660.



Enclosures

Sincerely,

Alexis Lloyd
Alexis Lloyd for
Kent M. Heaton

ARTICLES OF INCORPORATION
OF
RESICOM PROPERTIES, INC.

ARTICLE I

NAME

The name of this corporation is RESICOM PROPERTIES, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any and all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having no par value, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 318 East 17th Street, Jacksonville, Florida 32206 , and the name of the initial registered agent of this corporation at that address is Kent M. Heaton. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by amendment to the By-Laws, but in no event shall the number of the Directors be reduced below one (1). The name and address of the initial Directors and place of business of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Kent M. Heaton	318 E. 17 th Street, Jacksonville, Florida 32206
Larry C. Heaton, II	20 Algonquin Lane, Easton, Connecticut 06612

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address shall be: 318 East 17th Street, Jacksonville, Florida 32206.

ARTICLE VII
INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Kent M. Heaton	318 E. 17 th Street, Jacksonville, Florida 32206
Larry C. Heaton, II	20 Algonquin Lane, Easton, Connecticut 06612

ARTICLE VIII
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporators, being natural persons competent to contract, have hereunto set their hands and affixed their seals, this the 25th day of August, 2000.

Kent M. Heaton (SEAL)
KENT M. HEATON
Larry C. Heaton, II (SEAL)
LARRY C. HEATON, II

STATE OF FLORIDA)
COUNTY OF DUVAL)

BEFORE ME personally appeared Kent M. Heaton and Larry C. Heaton, II,
who have produced driver's licenses as identification, this 25th day of August, 2000.


Notary Public, State of Florida
Commission Expiration:



JOSEPH M. DANESE JR.
Notary Public, State of Florida
My comm. expires Sept. 17, 2000
Comm. No. CC585647

**CERTIFICATE OF ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT OF
RESICOM PROPERTIES, INC.**

Pursuant to §48.091 and §607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for service of process within the State of Florida upon RESICOM PROPERTIES, INC., a corporation organized under the laws of the State of Florida, does hereby accept appointment as such Registered Agent for the above referred to corporation, and does hereby agree to comply with the provisions of §48.091(2) relative to keeping open the Registered Office of said corporation which is located at 318 E. 17th Street, Jacksonville, Florida 32206.

IN WITNESS WHEREOF, as designated Registered Agent, I have hereunto set my hand and seal, this 25th day of August, 2000.

Kent M. Heaton
KENT M. HEATON
Registered Agent for
RESICOM PROPERTIES, INC.

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TALLAHASSEE, FLORIDA

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