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M. C. QUAID & CO., INC.
P O BOX 507
GENEVA, AL. 36340-0507

TEL: 334-684-6398
FAX: 334-684-7193

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
State of Florida
Division of Corporations
P O Box 6327
Tallahassee, Fl. 32314-6327

August 26, 2000

Enclosed please find the original and one copy of the Articles of Incorporation for "R & M SMITH ENTERPRISES, Inc." along with our check for \$70.00 Please register this corporation and return the registered papers to us in the attached stamped self addressed envelope.

Thank you,

C. MaQuie
M. C. QUAID & CO., INC.

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*****70.00 *****70.00

Pr 8/30/00

ARTICLES OF INCORPORATION

OF

R & M SMITH ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 shall be R & M SMITH ENTERPRISES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be 1560 HIGHWAY 85, WESTVILLE, FL. 32464 and the mailing address of this corporation is 1560 HIGHWAY 85, WESTVILLE, FL. 32464.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000.

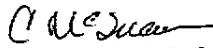
ARTICLE IV - REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is LISA ELLENBURG, 1136 ENGLISH LANE, WESTVILLE, FL. 32464.

ARTICLE V - INCORPORATORS

The name and street address of the incorporator of these Articles of Incorporation is Charles L. McQuaid, 711 E Water St., Geneva, Al. 36340 and his mailing address is P. O. Box 507, Geneva, Al. 36340-0507.

The undersigned incorporator has executed these Articles of Incorporation on August 26, 2000.


Charles L. McQuaid

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CERTIFICATE OF DESIGNATION

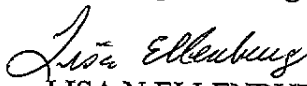
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the corporation is R & M SMITH ENTERPRISES., Inc.
2. The name and address of the registered agent and office is LISA N ELLENBURG, 1136 ENGLISH LANE, WESTVILLE, FL. 32464.

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.


LISA N ELLENBURG
August 26, 2000