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BUSINESS CONSULTANTS & ACCOUNTING SERVICES, PA 29
CERTIFIED PUBLIC ACCOUNTANTS
5602 NORTH 50TH STREET
TAMPA, FL. 33610
(813) 626-6138

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09/29/00 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING INSTRUCTIONS:

To:

600003409796--8
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*****70.00 *****70.00

Form:

ARTICLES OF INCORPORATION

Filing Fee:

\$70.00

Make check payable to:
SECRETARY OF STATE

To Be Signed By:

NED
(see additional instructions below)

Due Date:

As Soon As Possible

Mailing Address:

FLORIDA DEPT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA

Mail one copy only

Additional
Instructions

Sign and date all pages as marked by paper clips.
Notary Public will complete and sign the 'notary
page'

Pat 10/3/00

**ARTICLES OF INCORPORATION
OF**

D M & R Properties Inc

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TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is D M & R Properties Inc

Article II -Duration

This Corporation shall have perpetual existence.

Article III - Purpose

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida

Article IV - Capital Stock

The total authorized capital stock of the Corporation shall consist of One Thousand (1,000) shares of common stock having a par value of One and No/100's (\$1.00) dollars each, amounting in the aggregate to One Thousand (\$1,000.00) Dollars.

Article V - Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done with issuance of fractional shares the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 5602 N 50th Street, Tampa, Florida 33610, and the name of the initial registered agent of this Corporation at that address is Ned H. Dean.

The principal office of the corporation is 5602 N 50th Street, Tampa, Florida 33610. This is also the mailing address.

Article VII - Initial Officers and 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. The name and addresses of the initial officers and directors of this Corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Ned H. Dean	5602 N 50 th Street Tampa, Florida 33610	President/Secretary
Merry R. Willis	5602 N 50 th Street Tampa, Florida 33610	Vice President/ Treasurer

Article VIII - Incorporator

The name and address of the person signing these articles is:

<u>Name</u>	<u>Address</u>
Ned H. Dean	5602 N 50 th Street Tampa, Florida 33610

Article IX - By-Laws

(a) The power to adopt the By-Laws of this Corporation, to alter, amend or repeal the By-Laws, or to adopt new By-Laws, shall be vested in the Board of Directors of this Corporation; provided, however, that any By-Laws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new By-Law in lieu thereof may be adopted by such vote of the stockholders, may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The By-Laws of this Corporation shall be for the government of the Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this state or of the United States.

Article X - Transfer of Stock

Shares of capital stock of the Corporation shall be issued initially to the following persons and in the amount set opposite their names:

<u>Name</u>	<u>Shares</u>
Ned H. Dean	350
Merry R. Willis	150

Article XI - Initial Capital

The amount of capital with which this Corporation will begin business will be Five Hundred (\$500.00) Dollars.

Article XII - Transactions With Capital

No contract or other transaction between this Corporation and any other Corporation, and no other contract or transaction of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in any other Corporation, or are directors or officers of any other Corporation. Any Director individually, or any firm which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any Director of this Corporation who is also a director or officer of such other Corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such officer or director of such Corporation or member of such firm or who is not so interested.

Article XIII - Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by Law.

Article XIV - Action by Directors Without a Meeting

The Directors of the Corporation may take action by written consent, as provided by law, except the following actions must be taken at a meeting of Directors:

1. Dissolution or merger of the Corporation, or
2. Sale of Corporate Assets.

Article XV - Amendment

The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 27th day of Sept., 2000.

Ned H. Dean

Ned H. Dean

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Ned H. Dean who is known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

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



NOTARY PUBLIC



MAUREEN E. VUONO
Notary Public, State of Florida
My Comm. Exp. 08/31/02
Comm. No. CC771793

FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE

00 SEP 29 PM 1:07

OF PROCESS WITH THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That D M & R Properties Inc. desiring to organize under the laws of the State of FLORIDA with its registered office, as indicated in the articles of incorporation at City of Tampa, County of Hillsborough, State of Florida, has named Ned H. Dean located at 5602 N 50th Street, Tampa, County of Hillsborough, as its agent to accept service of process with this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

BY: Ned H. Dean

Ned H. Dean