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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
00 NOV 15 11:38
SECRET
TALLAHASSEE, FLORIDA

SUBJECT: Reitzel & Associates, Inc.
(Proposed corporate name)

100003416701--8
-10/06/00--01054--004
*****70.00 *****70.00

Enclosed are an original and one (1) copy of the articles of incorporation and a check payable to "Department of State" in the amount of \$70.00.

FROM: Terry J. Hood, CPA
427 North 3rd Street
Jacksonville Beach, FL 32250
Phone: (904) 246-0713
Fax : (904) 246-8641

W-25405
JH 10/9



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 20, 2000

TERRY J. HOOD, CPA
427 NORTH 3RD ST.
JACKSONVILLE BEACH, FL 32250

SUBJECT: REITZEL & ASSOCIATES, INC.
Ref. Number: W00000025405

We have received your document for REITZEL & ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 000A00055086

**ARTICLES OF INCORPORATION
OF
REITZEL & ASSOCIATES, INC.**

The undersigned, acting as Sole Incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is: **REITZEL & ASSOCIATES, INC.**

ARTICLE II

The purpose or purposes for which the Corporation is organized are to engage in any activity of business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The Corporation's principal office and mailing address is 6000A Sawgrass Village Circle, Ponte Vedra Beach, FL 32082, and the name of the initial Registered Agent is David R. Reitzel, whose address is 695 ALA North, #63, Ponte Vedra Beach, FL 32082.

ARTICLE IV

The total number of shares of which the Corporation shall have the authority to issue is 1,000 shares of Capital Stock, and the par value of each share shall be \$1.00.

ARTICLE V

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.

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TALLAHASSEE, FLORIDA

ARTICLE VI

The duration of the Corporation shall be perpetual.

ARTICLE VII

The initial Board of Directors shall consist of one member who need not be a resident of the State of Florida nor a Shareholder of the Corporation.

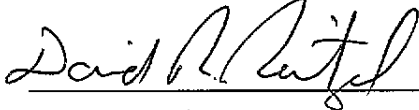
The name and address of the person who shall serve as the Director until the first annual meeting of shareholders, or until his successor shall have been elected and qualified is as follows:

David R. Reitzel

695 AIA North, #63

Ponte Vedra Beach, FL 32082

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation on this, the 27th day of September, 2000.

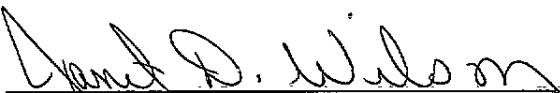


David R. Reitzel

STATE OF FLORIDA, COUNTY OF DUVAL, To Wit:

Before me, the undersigned authority, personally appeared David R. Reitzel, who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and that he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official Seal at Jacksonville, Duval County, Florida, this 27th day of Sept., 2000.

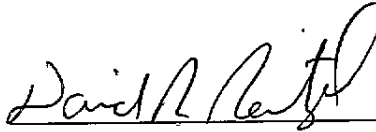


Notary Public

JANET D. WILSON
Notary Public, State of Florida
My Comm. expires Sept. 20, 2001
Comm. No. CC 668969

ACCEPTANCE

I, the undersigned, being a citizen of Ponte Vedra Beach, St. Johns County, Florida, do hereby accept the designation of Registered Agent of the above-named Corporation.

A handwritten signature in dark ink, appearing to read "David R. Reitzel", is written over a horizontal line.

David R. Reitzel

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