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01 JAN -5 AM 11:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
State of Florida  
The Capitol  
Tallahassee, Fl. 32304

Enclosed are the Articles of Incorporation for  
Schilder Enterprises, Inc., and a check in the amount of  
\$70.00 for filing fees and taxes.

If you should have any questions, please call me  
collect at (941)716-3232.

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Sincerely,

*William A. Schilder*

William A. Schilder  
891 Chalmers Dr.  
Venice, Fl. 34293

*Pat 1/10/01*

ARTICLES OF INCORPORATION  
OF  
SCHILDER ENTERPRISES, INC.

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ARTICLE 1 - NAME AND MAILING ADDRESS

The name of this corporation is Schilder Enterprises, Inc. The mailing address is 891 Chalmers Dr., Venice, Fl. 34293.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having a par value of one (1) dollar per share.

ARTICLE VI - PREEMPTIVE RIGHTS

Every share holder, 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 without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 891 Chalmers Dr., Venice, Fl. 34293, and the name of the initial registered agent of this corporation at that address is William A. Schilder.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Director is:

William A. Schilder  
891 Chalmers Drive  
Venice, Fl. 24293

ARTICLE IX – MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of the shareholders of this corporation, the act of shareholders representing majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE X – INCORPORATORS

The name and address of the person signing these Articles is William A. Schilder, 891 Chalmers Drive, Venice, Fl. 34293.

ARTICLE XI – BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation and any amendment hereto, any right conferred upon the stockholders is subject to this reservation.

ARTICLE XIII – INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2<sup>nd</sup> day of January 2001.

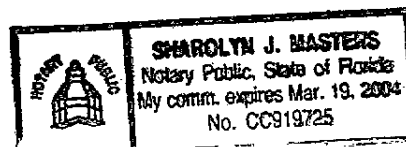
William A. Schilder  
William A. Schilder FDL#S436-921370440

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of January, 2001 by William A. Schilder

My commission expires:

Sharolyn J. Masters



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF RESIDENT AGENT

The undersigned having been designated in these Articles of Incorporation as Resident Agent hereby accepts that role and agrees to serve in that role as prescribed by law.

*William A. Schilder*

William A. Schilder