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Smith, Moore &
Smith

ATTORNEYS AT LAW, P.A.

Michael S. Smith
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February 26, 2001

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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Re: WARNER HARRELL ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$78.75 to cover the necessary charges.

If further information or monies are required, please contact our office. We would appreciate your returning to this firm a certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,
MICHAEL S. SMITH

By: Charlie Williams
Lydia "Charlie" Williams

/lcw
Encls.
CC: C.W. Robert Harrell

FILED
01 FEB 27 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

411 N. Washington Street P.O. Drawer 579 Perry, Florida 32348
Tel. (850) 584-3812 Fax. (850) 584-7148

T. Burch MAR 1 2001

ARTICLES OF INCORPORATION

of

WARNER HARRELL ENTERPRISES, INC.

FILED

01 FEB 27 PM 12:26

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: WARNER HARRELL ENTERPRISES, INC.

ARTICLE II. CORPORATE DURATION

The duration of the corporation is perpetual. In accordance with Florida Statute section 607.0203 (1998), as amended, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

The corporation shall have all the powers of corporations generally under the laws of the State of Florida, and shall conduct business in, have one or more office in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property.

To transact any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States of America.

To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of the corporate indebtedness as required.

ARTICLE IV. CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND FIVE HUNDRED (1,500) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as amended.

ARTICLE V. ADDRESS

The initial post office address of the principal place of business of this corporation in the State of Florida is: 14744 40th Street, Live Oak, Florida 32060. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time by-laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the Board of Directors, the President, Vice President and Secretary/Treasurer who shall hold office for the first year of existence of the corporation, or until their successors in office shall have been elected and qualified, are:

OFFICERS

CURTIS ROBERT HARRELL
14744 40TH Street
LIVE OAK, FLORIDA 32060

-

PRESIDENT

MATTHEW HARRELL
14744 40TH Street
Live Oak, Florida 32060

VICE PRESIDENT/
SECRETARY/TREASURER

ARTICLE VIII. INCORPORATORS

The name and post office address of the incorporator signing these Articles of Incorporation is:

C.W. ROBERT HARRELL
14744 40th STREET
LIVE OAK, FLORIDA 32060

ARTICLE IX. REGISTERED AGENT

The agent named to accept service of process within this State is: 14744 40th Street
Live Oak, Florida 32060. C.W. ROBERT HARRELL

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for WARNER HARRELL ENTERPRISES, INC. at the place designated above, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091 of the Florida Statutes.


C.W. ROBERT HARRELL
REGISTERED AGENT

ARTICLE X. SHAREHOLDERS

The shareholders and number of shares of corporate stock which said shareholder agrees to take shall be:

C.W. ROBERT HARRELL
14744 40th Street
Live Oak, Florida 32060

500 SHARES

CURTIS ROBERT HARRELL
14744 40th Street
Live Oak, Florida 32060

500 SHARES

MATTHEW HARRELL
14744 40th Street
Live Oak, Florida 32060

500 SHARES

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation may be made.



C.W. ROBERT HARRELL
SUBSCRIBER AND INCORPORATOR

STATE OF FLORIDA)
COUNTY OF Duval)

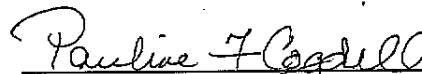
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments and administer oaths in the State and County aforesaid, personally appeared C.W. ROBERT HARRELL, as subscriber and incorporator, of WARNER HARRELL ENTERPRISES, INC., to me known and who acknowledged before me that he executed and subscribed to the foregoing Articles of Incorporation in the aforesaid capacities.

The foregoing instrument was acknowledged before me this 22nd day of February, 2001, by C.W. ROBERT HARRELL, who personally appeared before me at the time of notarization, and who:

- [☒] is personally known to me.
[☐] produced current Florida driver's license as identification.
[☐] produced _____ as identification.



PAULINE F. COGDILL
Notary Public, State of Florida
My comm. expires Jan. 25, 2003
Comm. No. CC 799326



Signature of Notary