

Division of Corporations

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P01000039443**Florida Department of State**

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.**FIVE PENNIES, INC.**

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2001

C.R. COOPER

SUBJECT: NICHOLS, INC.
REF: W01000008532

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ARTICLES OF INCORPORATION

of

FIVE PENNIES, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **FIVE PENNIES, INC.**

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Seventy Five Hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name: VALARIE NICHOLS	
Address: 1315 N W 6TH ST	
City: BOCA RATON	Florida, 33486

The principal office, if known, or the mailing address of the corporation is:

Name: FIVE PENNIES, INC.	
Address: 1315 N W 6TH ST	
City: BOCA RATON	Florida, 33486

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

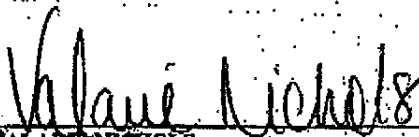
This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial director(s) of the corporation are as follows:

Name: VALARIE NICHOLS
Address: 1315 N W 6TH ST
City: BOCA RATON, Florida 33486
Name:
Address:
City:
Name:
Address:
City:

The names and addresses of the Incorporators signing these Articles of Incorporation are as follows:

Name: VALARIE NICHOLS
Address: 1315 N W 6TH ST
City: BOCA RATON, Florida 33486
Name:
Address:
City:
Name:
Address:
City:

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this
6TH day of APRIL, 2001


VALARIE NICHOLS

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**CERTIFICATE OF ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

of

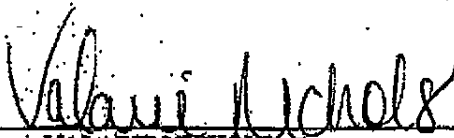
FIVE PENNIES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1315 N W 6TH. ST, BOCA RATON, FLORIDA, 33486 has named VALARIE NICHOLS located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Have been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.


VALARIE NICHOLS

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