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PAUL E. RICE, JR. JAMES L. ROSE GREGORY D. SNELL MAIN OFFICE
222 SEABREEZE BLVD.
DAYTONA BEACH, FL 32118
TELEPHONE (386) 257-1222
FAX (386) 258-9694
jamesrose@ricerosesnell.com

MAILING ADDRESS POST OFFICE BOX 2599 DAYTONA BEACH, FL 32115

July 19, 2001

FLAGLER OFFICE 1 FLORIDA PARK DRIVE SOUTH SUITE 301 PALM COAST, FL 32137 TELEPHONE (386) 445-9007

2001 JUL 23 AM II: 03
SECRETARY OF STATE
TALLAHASSEE FLORID

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32301

RE: Volusia Venture Capital, Inc.

Gentlemen:

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward confirmation to this office.

Also enclosed is a check for \$70.00 to cover the following costs and fees:

Filing Fee

35.00

Registered Agent

<u>35.00</u>

\$70.00

Thank you for your assistance in this matter.

Sincerely,

dames L. Rose

JLR/bjr Encs.

77/25/01

ARTICLES OF INCORPORATION
OF

2001 JUL 23 AM II: 03

SECRETARY OF STATE TALLAHASSEE FLORIDA

VOLUSIA VENTURE CAPITAL, INC.

The undersigned subscriber, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

<u>ARTICLE I - NAME</u>

The name of the corporation shall be VOLUSIA VENTURE CAPITAL, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

- 1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be MICHAEL D. BURGESS. The street address of the initial registered office shall be 1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

<u> ARTICLE VIII - DIRECTORS</u>

This corporation shall initially have one Director. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>

Address

MICHAEL D. BURGESS

1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>

Address

MICHAEL D. BURGESS

1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

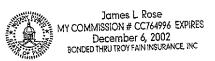
ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock 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 the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

MICHAEL D. BURGESS

STATE OF FLORIDA COUNTY OF VOLUSIA

The females in the first	
The foregoing instrument	was acknowledged before me this/ 7day of
, 2001 by MIC	CHAEL D. BURGESS who is personally known to me or
who has produced	as identification and who did to be all
	as identification and who did take an oath.
	Notary Public, State of Florida
	Drinted No.
	Printed Notary Signature
	At Large
	My Commission Expires:
	wy Commission Expires.



FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section §48.091, Florida Statutes, the following is submitted:

That **VOLUSIA VENTURE CAPITAL**, **INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida, has named MICHAEL D. BURGESS, located at 1800 West International Speedway Blvd., Bldg. 2, Suite 203, Daytona Beach, Florida, as its Agent to accept service of process within Florida.

(Corporate Officer)

Title: RB

Date: 7-17-01

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

(Resident Agent) nichael O. BURGES

Date: 777-01

2001 JUL 23 AM 11: 03
SECRETARY OF STATE
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