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A Professional Association

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SONYA K. DAWS

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FILED
01 SEP 17 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date to be delivered/picked up: September 17, 2001

Deliver to/Pick up from: Division of Corporations

Located at: Gaines Street

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*****78.75 *****78.75

Description of items to be delivered/picked up: Articles of Incorporation

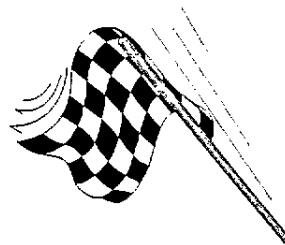
Special instructions: Have Articles filed and have a copy certified and bring back.

Return receipt:

Return to: Jack

Requested by: Jack

PICK UP
AM 9/18



DIVISION OF CORPORATION
01 SEP 17 PM 2:24

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J. BRYAN SEP 17 2001

**ARTICLES OF INCORPORATION
OF
RIVERFRONT EQUITIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be RIVERFRONT EQUITIES, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be Sonya K. Daws. The address of the registered agent shall be 3116 Capital Circle, N.E., Suite #5, Tallahassee, Florida 32309.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 2933 West State Road 434, Suite 101, Longwood, Florida 32779-4457.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 10,000 shares of voting common stock having a par value of one dollar (\$1.00) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than three (3). The number on the Board shall be set from time to time by the Board of Directors of the Corporation, or by the stockholders at an annual or special meeting thereof. The initial director of the Company shall be as follows:

Name

Address

H.J. Royall, Jr.

2933 West State Road 434, Suite 101
Longwood, Florida 32779-4457

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Sonya K. Daws, Esq., 3116 Capital

Circle NE, Suite 5, Tallahassee, Florida 32308.

ARTICLE X

Officers

The officers of the Corporation shall be a president and a secretary/treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>
President	H.J. Royall, Jr.
Vice President	William Byrd
Secretary/Treasurer	H.J. Royall, Jr.

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 17th day of September, 2001, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the

Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Sonya K. Daws
Sonya K. Daws, Incorporator

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared Sonya K. Daws, and being first duly sworn and upon her oath, stated that she signed the above Articles of Incorporation for the conditions and purposes therein expressed this 17th day of September, 2001.



Diana L. Bram
MY COMMISSION # CC852633 EXPIRES
August 10, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Diana L. Bram
NOTARY PUBLIC - STATE OF FLORIDA

Diana L. Bram
PRINTED NAME OF NOTARY; COMMISSION NUMBER AND
EXPIRATION OF COMMISSION

Personally known to me X
or produced the following identification: _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having being named as registered agent for RIVERFRONT EQUITIES, INC., a Florida corporation, (the "Corporation") in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby agree to accept service of process for the Corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statutes Section 620.192.



Sonya K. Daws

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