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Beth A Culbertson EA
812 Tamiami Trail Suite 1
Port Charlotte FL 33953

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

FILED
OCT 11 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Nathan Ayres Enterprises, Inc.

October 4, 2001

600004631586--1
-10/11/01--01052--005
*****70.00 *****70.00

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL ARTICLES OF CORPORATION AND A COPY,
TOGETHER WITH A CHECK IN THE AMOUNT OF \$70.00.

THIS REPRESENTS THE COST OF THE FILING FEES AND THE FEE FOR THE
REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

SINCERELY,

BAC

Beth A Culbertson EA
812 Tamiami Trail Suite 1
Port Charlotte FL 33953

10-12-01
WC

ARTICLES OF INCORPORATION
of
Nathan Ayres Enterprises, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the corporation is:

Nathan Ayres Enterprises, Inc.

The corporate address is:

802 Salona Hoop Road
Punta Gorda, FL 33950

The mailing address is:

802 Salona Hoop Road
Punta Gorda, FL 33950

ARTICLES II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The 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 five thousand shares (5,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: Nathan Ayres
ADDRESS: 802 Salona Hoop Road
CITY: Punta Gorda, FL 33950

ARTICLE VI - 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 By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

NAME: Nathan Ayres
ADDRESS: 802 Salona Hoop Road
CITY: Punta Gorda, FL 33950

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

NAME: Nathan Ayres
ADDRESS: 802 Salona Hoop Road
CITY: Punta Gorda, FL 33950

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of October, 2001.

STATE OF FLORIDA
COUNTY OF CHARLOTTE

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nathan Ayres, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3rd day of October, 2001.

(Notary Public, State of Florida at Large)

JILL M. BUNNEL
Notary Public - State of Florida
My Commission Expires 10/15, 2002
Commission # 00000004

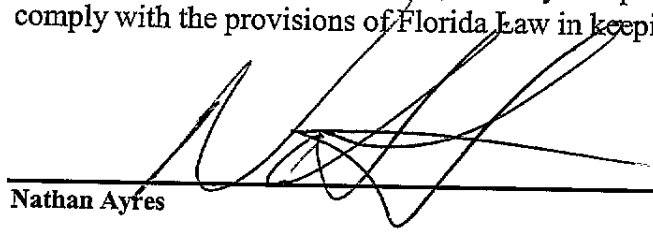
**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
OF**

Nathan Ayres Enterprises, Inc.

ACKNOWLEDGMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Nathan Ayres