

Jay D. Asbury, P.A.
Attorney at Law

P.O. Box 848
234 N. Summit Street
Crescent City, Florida 32112

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October 30, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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****157.50 ****78.75

RE: NANCY S. HARRIS, INC.
Our File No. 01-120
LLOYD L. HARRIS, INC.
Our File No. 01-121

TO WHOM IT MAY CONCERN:

Enclosed please find the Articles of Incorporation of NANCY S. HARRIS, INC. and LLOYD L. HARRIS, INC., and both of the Certificates Designating Registered Agent, together with a check in the amount of \$157.50, as and for the two filing fees and certified copies.

Please send the certified copies of both of the said Articles and registered agent designation to me at the above address.

Thank you for your consideration in this matter and if you should have any questions, please feel free to contact this office at the above number.

Very truly yours,

Patti

Patti
Secretary to Jay D. Asbury

encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Mitchell

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ARTICLES OF INCORPORATION

OF

NANCY S. HARRIS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, competent to contract, hereby associate herself for the purpose of forming a corporation for profit under and by virtue of the laws of the State of Florida, and adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be NANCY S. HARRIS, INC., and it's principal place of business shall be 315 N. Summit St., Crescent City, FL 32112, with the privilege and right of establishing and maintaining such other place or places of business and offices and agencies elsewhere in the State of Florida, or in any State of the United States, as the corporation may hereafter desire and determine. The name and address of the initial registered agent of this corporation is NANCY S. HARRIS, physical address is 255 S. Prospect Street, Crescent City, FL 32112.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this corporation is to engage in the business of operating and managing a real estate business. To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways to acquire import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, market, and in all other ways, (whether like, or unlike any of the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible or

intangible, wherever situated and however held, including, but not limited to, money, credits, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind, and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereof, including, but not limited to mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

ARTICLE III - STOCK

The total number of shares of stock which the corporation shall have authority to issue is One thousand (1000) shares, which shall be common stock with par value of \$1.00 per share. Initially 1000 shares shall be issued to NANCY S. HARRIS.

ARTICLE IV - CAPITAL

The amount of capital with which the corporation will begin business is \$1,000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one director constituting the initial board of Directors. The name and address of the initial Board of Directors of the corporation is:

NANCY S. HARRIS, 255 S. Prospect St., Crescent City, FL 32112.

ARTICLE VII - OFFICERS

The business of this corporation shall be conducted by the officer of this corporation. The name of the person who will serve as an officer of this corporation is:

NANCY S. HARRIS President/Director

ARTICLE VIII - ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

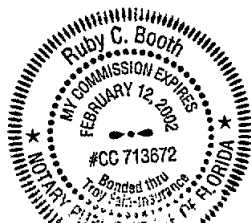
IN WITNESS WHEREOF, I, the undersigned subscribing Incorporator have executed these Articles of Incorporation on the 26th day of October, 2001.

Nancy S. Harris
NANCY S. HARRIS,
President/Director

STATE OF FLORIDA

COUNTY OF PUTNAM

The foregoing instrument, ARTICLES OF INCORPORATION, was acknowledged before me this 26th day of October, 2001, by NANCY S. HARRIS, who is personally known to me.



Ruby C. Booth
(SIGNATURE OF PERSON TAKING
ACKNOWLEDGMENT)

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with sections 48.091 and 607.34, Florida Statutes, the following is submitted:

FIRST that NANCY S. HARRIS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 315 N. Summit St., Crescent City, FL 32112, has named NANCY S. HARRIS, as it's agent to accept service of process within the State of Florida.

DATED: October 26th, 2001

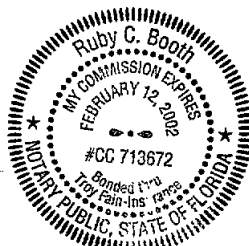
Nancy S. Harris
NANCY S. HARRIS,
President/Director

Having been named to accept service of process for the named 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 performance of my duties.

Nancy S. Harris
NANCY S. HARRIS

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument, CERTIFICATE DESIGNATING RESIDENT AGENT, was acknowledged before me this 26th day of October, 2001, by NANCY S. HARRIS, who is personally known to me.



Ruby C. Booth
(SIGNATURE OF PERSON TAKING
ACKNOWLEDGMENT)

(NAME OF ACKNOWLEDGER TYPED,
PRINTED OR STAMPED)
(TITLE OR RANK)
(SERIAL NUMBER, IF ANY)