

WOLFE, YOUNG, O'BAKER & COMPANY *Accountants & Tax Consultants*
5100 Highway 17-92, Suite 200 • Casselberry, Florida 32707-3862 • Phone: 407.339.9000 • Fax: 407.339.4205 • www.wyoc.com

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*****70.00 *****70.00

September 12, 2001

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

RE: Guthrie Enterprises, Inc.

To Whom It May Concern:

Enclosed please find \$70.00 a check for Filing Fees (\$35.00) and Registered Agent Designation (\$35) for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

WOLFE, YOUNG, O'BAKER & COMPANY



(computer signed to avoid delay)

Robert W. Wolfe

RWW/jlw

Enclosures

cc: Kenneth E. Guthrie, Jr. & Patricia Guthrie

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001-23948

WYO

FILED
2001 NOV -7 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10
11/7/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED

2001 NOV -7 AM 11:06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 16, 2001

ROBERT W. WOLFE
5100 HIGHWAY 17-92
SUITE 200
CASSELBERRY, FL 32707-3862

SUBJECT: GUTHRIE ENTERPRISES, INC.
Ref. Number: W01000023948

We have received your document for GUTHRIE ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You may file using only one (1) registered agent and only one (1) has to signed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 201A00057254

*Articles of Incorporation
of
Guthrie Enterprises, Inc.*

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I – Name

The name of the corporation is: Guthrie Enterprises, Inc.

Article II – Duration

This corporation shall exist perpetually.

Article III – Purpose

This corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article IV – Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock, which shall be, designated "Common Shares."

Article V – Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation 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.

Article VI – Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 813 Snow Queen Drive, Chuluota, Florida 32766-9295, and the name of the initial registered agent of this corporation at that address is: Kenneth E. Guthrie, Jr.

Article VII – 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 as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Kenneth E. Guthrie, Jr. & Patricia Guthrie, 813 Snow Queen Drive, Chuluota, Florida 32766-9295.

Article VIII – Incorporator

The name and address of the person signing these Articles of Incorporation is: Kenneth E. Guthrie, Jr. & Patricia Guthrie, 813 Snow Queen Drive, Chuluota, Florida 32766-9295.

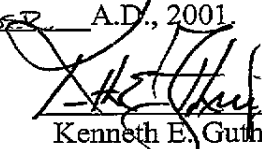
Article IX – Initial Officers

The names and addresses of initial officers shall be Kenneth E. Guthrie, Jr. & Patricia Guthrie, 813 Snow Queen Drive, Chuluota, Florida 32766-9295, President, Secretary and Treasurer.

Article X – By-Laws

This corporation reserves the right to amend or repeal any provision contained in these articles of Incorporation or any amendment hereto, and the bylaws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 10 day of OCTOBER, A.D., 2001.

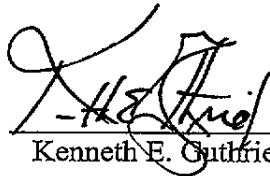
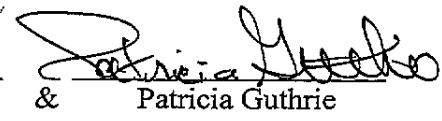

Kenneth E. Guthrie, Jr.

 & Patricia Guthrie

STATE of FLORIDA

COUNTY OF Seminole:

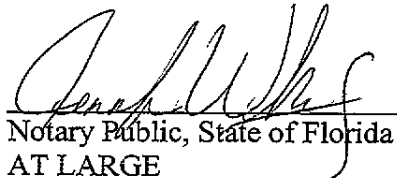
BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, Kenneth E. Guthrie, Jr. & Patricia Guthrie, well-known to me, who, after first being duly sworn by me, deposes and states that he is the person named in the above and foregoing "Articles of Incorporation," he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are all true, accurate and correct.


Kenneth E. Guthrie, Jr. & 
Patricia Guthrie

SWORN and SUBSCRIBED to before me this 10th day of October A.D., 2001.



Jennifer L. Wittenberg
My Commission DD012823
Expires March 27 2005


Notary Public, State of Florida
AT LARGE

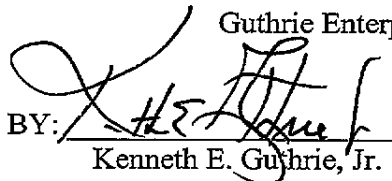
My Commission Expires: (N.P. Seal)

State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED


The following is submitted in compliance with Section 48.091, Florida Statutes.

Guthrie Enterprises, Inc., a corporation organized under the laws of the State of Florida, with its principal office at: 813 Snow Queen Drive, Chuluota, Florida 32766-9295, has named Kenneth E. Guthrie, Jr. of 813 Snow Queen Drive, Chuluota, Florida 32766-9295, as its Agent to accept service of process within this State.

Guthrie Enterprises, Inc.
BY: 
Kenneth E. Guthrie, Jr.

ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the designated place 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.


Kenneth E. Guthrie, Jr.

2001 NOV - 7 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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