

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : COX & NICI
Account Number : I20000000223
Phone : (941) 659-4495
Fax Number : (941) 659-4496

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**Ann L. Kelly Enterprises, Inc.**

Certificate of Status	1
Certified Copy	1
Page Count	03
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ARTICLES OF INCORPORATION
OF
ANN L. KELLY ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

Ann L. Kelly Enterprises, Inc.

SECOND: The initial principal office or mailing address of the Corporation is:

14910 American Eagle Ct.
Fort Myers, Florida 33912

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3001 Tamiami Trail North, Suite 100
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

James R. Nici

FIFTH: The name and address of the sole incorporator of the Corporation is:

James R. Nici
c/o Cox & Nici
3001 Tamiami Trail North, Suite 100
Naples, Florida 34103

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person(s) to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

Carol Ann Arnold, as Trustee of the
Ann L. Kelly Revocable Trust dated 6/10/98, Director
14910 American Eagle Ct.
Fort Myers, Florida 33912

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FROM : COX & NICI

FAX NO. : 941 659-4496

Dec. 13 2001 04:27PM P3

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NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 13th day of December, 2001.

By: _____

James R. Nici

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation is: Ann L. Kelly Enterprises, Inc.
2. The name and address of the registered agent and office is:

James R. Nici
c/o Cox & Nici
3001 Tamiami Trail North, Suite 100
Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 13, 2001

By: _____

James R. Nici
Initial Registered Agent

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