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DAVID M. LANDIS

JOHN E. KANE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DEC 14 PM 12:46

December 13, 2001

Via Federal Express

PO1000118924

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
409 E. Gaines Street
Tallahassee, FL 32314-6327

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-12/14/01--01044--021
*****78.75 *****78.75

Re: Shelley Alexander, Inc.

Dear Sir/Madam:

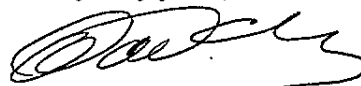
I am enclosing our firm check in the amount of \$78.75 in connection with the above corporation for the following:

Filing Fee	\$35.00
Registered Agent Designation Fee	35.00
Certified Copy	8.75
TOTAL	\$78.75

I am also enclosing the original and a copy of the Articles of Incorporation and the Acceptance of Designation as Registered Agent. Please return the copy to this office once it has been certified.

Your assistance in this matter is appreciated.

Very truly yours,



DAVID C. WILLIS

DCW:lep
Enclosures

cc: Shelley Alexander

H:\Willis D\Alexander, John & Shelley\Incorporation\Division of Corporations-Filing of Articles.doc

D. BROWN DEC 17 2001

ARTICLES OF INCORPORATION
OF
SHELLEY ALEXANDER, INC.

FILED
01 DEC 14 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is Shelley Alexander, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.10 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 5505 N. Atlantic Avenue, Suite 127, Cocoa Beach, FL 32931. The mailing address of the Corporation is P.O. Box 320310, Cocoa Beach, FL 32932-0310. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 E. Robinson Street, Suite 600, Orlando, FL 32802, and the name of the Corporation's initial registered agent to receive service of process is David C. Willis.

ARTICLE V

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name and address of the initial Director is:

Name

Shelley Alexander

Address

P.O. Box 320310
Cocoa Beach, FL 32932-0310

ARTICLE VI

The name and address of the incorporator is David C. Willis, 225 E. Robinson Street, Suite 600, Orlando, FL 32802.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: December 13, 2001.

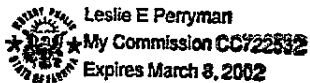


David C. Willis

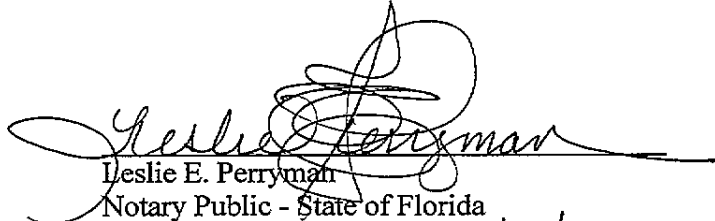
STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on December 13, 2001,
by David C. Willis, as Subscriber of Shelley Alexander, Inc., a Florida corporation, on behalf of the
corporation, who is personally known to me.



(AFFIX NOTARY SEAL)


Leslie E. Perryman
Notary Public - State of Florida
My Commission Expires: 03/08/02

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

FILED
01 DEC 14 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act:

That Shelley Alexander, Inc. desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of Incorporation at 5505 N. Atlantic Avenue, Suite
127, Cocoa Beach, Brevard County, State of Florida, has named David C. Willis as its agent to
accept service of process within the State.

ACKNOWLEDGMENT

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



David C. Willis
(Registered Agent)