

P02000026374

Philip Weaver
P O Box 1506
New Smyrna Beach, FL 3270-1506
February 27, 2002

800005040438--5
-03/04/02--01054--012
*****78.75 *****78.75

State of Florida
Secretary of State
Domestic Charter Section
P.O. Box 6327
Tallahassee, FL 32314

3-1-02

Dear People:

Enclosed is my check in the amount of \$78.75 and Articles of Incorporation and Certificate of Registered Agent for Downing Town, Inc. I would appreciate receipt of a certified copy of the above.

If you should need anything further, please do not hesitate to contact me.

Thank you,


Philip Weaver

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR -4 PM 12:40

F. CHESSER MAR 1 1

ARTICLES OF INCORPORATION

of
DOWNING TOWN, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DOWNING TOWN, INC.

RECEIVED
3-1-02

02 MAR -4 PM 12:41

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law and will begin on March 1, 2002.

ARTICLE III - PURPOSE

This 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 One Thousand----- (1,000) shares of \$1:00 Dollar(s) per value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

Name Downing Town, Inc.
Address 728 W Canal Street
City/State New Smyrna Beach, FL 32168

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

Name Philip Weaver
Address 728 W Canal Street
City/State New Smyrna Beach, FL 32168

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 names and addresses of the initial director(s) of the corporation are as follows:

Name Philip Weaver
Address 728 W Canal Street
City/State New Smyrna Beach, FL 32168

ARTICLE VII - INCORPORATORS

Name Philip Weaver
Address 728 W Canal Street
City/State New Smyrna Beach, FL 32168

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 27th day of February, 2002

Philip Weaver
Philip Weaver

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

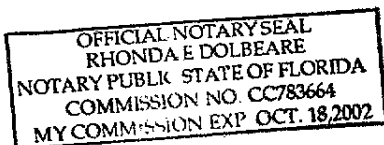
Philip Weaver

Personally Known

Form of Identification

Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, and that I relied upon the form(s) of identification of the above named person(s) as indicated opposite each name. WITNESS my hand and official seal in the County and State last aforesaid this 27th day of February, 2002.

Rubber Notary Stamp Seal



Rhonda E. Dolbeare
Notary Public
Rhonda Dolbeare
Rhonda E. Dolbeare
Printed Name of Notary

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DOWNING TOWN, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the
following is submitted:

The above corporation, desiring to organize under the laws of the
State of Florida with its registered office as indicated in the
Articles of Incorporation at:

728 W Canal Street
New Smyrna Beach, FL 32168

has named Philip Weaver, located at:

728 W Canal Street
New Smyrna Beach, FL 32168

as its Registered Agent to accept service of process within
state.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR -4 PM 12:50

ACKNOWLEDGEMENT

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


Philip Weaver
Registered Agent