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MICHAEL J. COOPER
ATTORNEY AT LAW

321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

April 8, 2002

Florida Department of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

400005222604--6
-04/09/02--01050--009
*****78.75 *****78.75

RE: *LALO Holdings, Inc.*

Dear Sirs:

Please find enclosed the original and one copy of the proposed Charter for the above referenced corporation (including designation of Resident Agent) together with a check payable to your order in the amount of \$78.75 to cover the following:

Filing fee for Charter	\$ 35.00
Certified copy of Charter	8.75
Filing fee for Certificate of Registered Agent	35.00
TOTAL:	\$ 78.75

Please return the certified copy of the Charter to me.

Thank you for your cooperation in this matter.

Sincerely yours,

LAW OFFICE OF MICHAEL J. COOPER, P.A.

By: Robin White
Robin White, Legal Assistant

RRW/
Enclosures

xc: Mr. and Mrs. Bradford Harper

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION OF LALO HOLDINGS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is **LALO HOLDINGS, INC.** with a principal office and mailing address of 3353 SW 4th Avenue, Ocala, FL 34474.

ARTICLE II - COMMENCEMENT AND DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 3353 SW 4th Avenue, Ocala, FL 34474. The name of its initial Registered Agent is **MICHAEL J. COOPER**, whose address is: 321 NW Third Avenue, Ocala, FL 34475.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director(s) is/are:

Bradford L. Harper
3353 SW 4th Avenue
Ocala, FL 34474

Christina A. Harper
3353 SW 4th Avenue
Ocala, FL 34474

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Bradford L. Harper
3353 SW 4th Avenue
Ocala, FL 34474

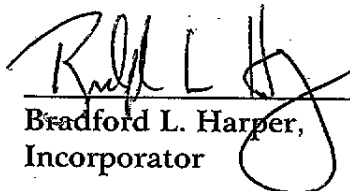
ARTICLE VIII

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE IX - PRE-EMPTIVE RIGHTS

The shareholder(s) may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 8th day of April, 2002.



Bradford L. Harper,
Incorporator

I, **MICHAEL J. COOPER**, accept the office of Registered Agent. I am located at 321 NW Third Avenue, Ocala, FL 34470, the registered office of this corporation.



MICHAEL J. COOPER,
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was sworn to and acknowledged before me this 8th day of April, 2002, by
Bradford L. Harper, as Incorporator, who:

- A) X is/are personally known to me OR
X who has/have produced a driver's license OR
other identification:
B) X did OR did not take an oath.

Robin R White

Signature of Notary Public

Print Name: ROBIN R. WHITE

AFFIX SEAL/EXPIRATION DATE:



STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was sworn to and acknowledged before me this 8th day of April, 2002, by
Michael J. Cooper, as Registered Agent, who:

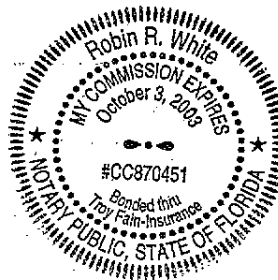
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Robin R White

Signature of Notary Public

Print Name: ROBIN R. WHITE

AFFIX SEAL/EXPIRATION DATE:



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