

TRANSMITTAL LETTER

P02000041954

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject Stratus South, Inc.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for

\$78.75
Filing Fee
& Certified Copy

\$122.50
Filing Fee
& Certified Copy
(ADDT'L COPY REQ'D)

\$131.25
Filing Fee,
Certified Copy
& Certificate
(ADDT'L COPY REQ'D)

FROM:	Nellie Akalp
	30141 Agoura Rd. Suite 205 Agoura Hills, California 91301

400005235864-1
-04/10/02--01061--022
*****78.75 *****78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 10 AM 11:50

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

5 LW
4/18/02

ARTICLES OF INCORPORATION
OF
Stratus South, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I NAME

The name of the Corporation shall be: Stratus South, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

16 Chanel Ct.
Santa Rosa Beach, Florida 32459

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at 0.01 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Marcus B Keene III
16 Chanel Ct
Santa Rosa Beach, Florida 32459

Herbert W Patterson Jr.
82 Palmetto St
Santa Rosa Beach, Florida 32459

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TALLAHASSEE, FLORIDA
02 APR 10 AM 11:50

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

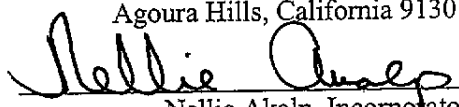
The name and Florida street address of the initial registered agent is:

Marcus B Keene III
16 Chanel Ct.
Santa Rosa Beach, Florida 32459

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Nellie Akalp
30141 Agoura Rd., Suite 205
Agoura Hills, California 91301


Nellie Akalp, Incorporator

4-4-02
Date

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.


Marcus B Keene III, Registered Agent

4-9-02
Date