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GM

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Cypressview Professional Center
2424 Enterprise Road
Suite "G"
Clearwater, Florida 33763

March 1, 2002

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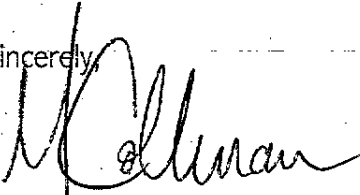
Florida Secretary of State
409 E. Gaines Street
P.O. Box 6327
Tallahassee, FL 32399-0250

Dear sir/madam,

Please find enclosed, Articles of Incorporation of D. J. Karcher, Inc. for filing purposes. Should you have any questions, please do not hesitate to contact our office.

Thank you.

Sincerely,



Marcey Lee Collman
Assistant

enclosure

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY -9 AM 8:57

BR5/14

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY -9 AM 8:58

ARTICLES OF INCORPORATION

OF

D. J. KARCHER, INC.

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

ARTICLE I. NAME.

The name of the corporation is D. J. KARCHER, INC.

ARTICLE II. PRINCIPAL OFFICE AND REGISTERED AGENT.

The principal office of the Corporation is: 2647 Harbor Circle, Clearwater, Florida 33759, in Pinellas County, State of Florida. The registered agent at this address is Dennis J. Karcher.

ARTICLE III. DURATION.

The Corporation shall have perpetual existence.

ARTICLE IV. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is real estate construction, development and investment activities and any other activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. POWERS.

The Corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under the laws of the state of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

- (A) To elect or appoint officers and agents of the Corporation and to fix their compensation;
- (B) To act as an agent for any individual, association, partnership, corporation or other legal entity;
- (C) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, or governments;
- (D) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation;
- (E) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE VI. CAPITAL STOCK

Section 1. Authorized Shares. The total number of shares which this Corporation is authorized to issue is 1,000 shares at \$1.00 par value.

Section 2. Pre-emptive rights. The holder of any shares of the stock of the Corporation shall have pre-emptive rights to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VII. COMMENCEMENT OF BUSINESS.

The minimum amount of capital with which the Corporation will commence business is \$500 Dollars.

ARTICLE VIII. DIRECTORS.

This corporation shall not have Directors, but will be managed by the stockholders.

ARTICLE IX. INITIAL OFFICERS

The names and street address of the officers of the corporation, who, subject to this Charter, By-laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until an election is held by the stockholders for the

election of permanent officers, or until their successors have been duly elected and qualified,
are:

NAME & ADDRESS

OFFICE

Dennis J. Karcher
2647 Harbor Circle,
Clearwater, FL 33759

President/Secretary

ARTICLE X. SUBSCRIBERS

The names and the street addresses of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefor are:

NAME & ADDRESS

SHARES

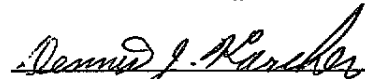
CONSIDERATION

Dennis J. Karcher
2647 Harbor Circle,
Clearwater, FL 33759

500

\$500

IN WITNESS WHEREOF, the undersigned have hereunto set their hands to the foregoing Articles of Incorporation for D. J. KARCHER, INC. this 28 day of February, 2002.



Dennis J. Karcher

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 28 day of February, 2002, personally appeared Dennis J. Karcher, who is / is not personally known to me, or who presented _____ as identification.



G. Michael Mackenzie
MY COMMISSION # DD043847 EXPIRES
August 5, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

G. Michael Mackenzie
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for the Florida Corporation, D. J. KARCHER, INC.

Dennis J. Karcher
Dennis J. Karcher

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 28 day of February, 2002, personally appeared Dennis J. Karcher, who is / is not personally known to me or who presented _____ as identification.



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