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William P. Meehan

ATTORNEY AT LAW

EFFECTIVE DATE

06-01-02

1950 COURTNEY DR., #205 • FORT MYERS, FL 33901-9017

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May 22, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/28/02--01061--003
*****70.00 *****70.00

Re: Sandifer, INC.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for Sandifer, Inc. A check for the \$35 filing fee and the \$35 designation of registered agent fee [total \$70] is enclosed. We will not need a certified copy of the Articles at this time, however, we would appreciate it if you would return a date-stamped copy for our file. The copy and a self addressed envelope is enclosed. Thank you for your cooperation.

Sincerely yours,

William P. Meehan

William P. Meehan, Esquire
:wpm
enclosures

FILED
02 MAY 28 AM 8:23
TALLAHASSEE, FL 32314

4320 15 129

ARTICLES OF INCORPORATION
OF
SANDIFER, INC.

EFFECTIVE DATE
06-01-02
02 MAY 28 AM 8:23
FILED

The undersigned incorporator hereby forms a corporation, under the Florida Business Corporation Act, by delivering these Articles of Incorporation to the Department of State for filing.

ARTICLE I. NAME.

The name of the corporation is SANDIFER, INC.

ARTICLE II. PURPOSE.

The purpose for which this Corporation is organized is to engage in any and all lawful business.

ARTICLE III. CAPITAL STOCK

The total number of shares which this Corporation is authorized to issue is One Thousand (1,000) at One Dollar [\$1.00] par value.

ARTICLE IV. ADDRESS.

The street address of this corporation is:

9899 Tamarron Court
N. Ft. Myers, Florida 33903

The mailing address of this corporation is the same as the street address of the initial principal office of the corporation.

ARTICLE V. DIRECTORS.

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by bylaws adopted by the shareholders. In no event shall the number of Directors be less than one.

The names and addresses of the one or more individuals who are to serve as the initial Directors of this corporation are:

William S. Sandifer II
9899 Tamarron Court
N. Ft. Myers, FL 33903

ARTICLE VI. INCORPORATORS

The names and street addresses of each of the one or more incorporators of this corporation are:

William S. Sandifer II
9899 Tamarron Court
N. Ft. Myers, FL 33903

ARTICLE VII. DATE CORPORATE EXISTENCE BEGINS

The date when corporate existence for this corporation begins is the 1st day of June, 2002. If no date is specified herein or if said date is more than 5 business days prior to the date when these Articles of Incorporation are filed with the Department of State, then corporate existence for this corporation shall begin on the date when these Articles of Incorporation are filed with the Department of State.

ARTICLE VIII. REGISTERED OFFICE

The street address of this corporation's initial registered office is:

1950 Courtney Dr. #205
Ft. Myers, FL 33901-9017

ARTICLE IX. REGISTERED AGENT

The undersigned, an individual resident of the State of Florida, whose business office is identical with the initial registered office of this corporation, is hereby appointed as the registered agent of this corporation. The undersigned, simultaneously with his or her designation as registered agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he or she is familiar with, and accepts, the obligations of the position of Registered Agent for this corporation.

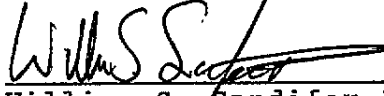


William P. Meehan
Registered Agent

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of May, 2002.


William S. Sandifer II
Incorporator

STATE OF FLORIDA,
COUNTY OF LEE,

Sworn to and subscribed before me this 22nd day of May, 2002, by William S. Sandifer II. Affiant is Personally known to Notary (yes) (no), OR Produced Identification. Type of Identification Produced (if applicable): DRIVER'S LICENSE.



