

# DAVID L. MACKAY ATTORNEY, P. A.

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May 24, 2002

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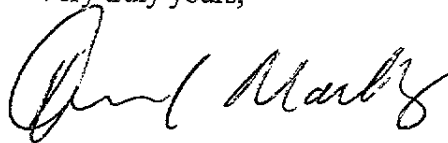
Re: Ocala West Utilities, Inc.

TO WHOM IT MAY CONCERN:

Enclosed is the original and one copy of Articles of Incorporation for the above-captioned Florida corporation, together with my check in the amount of \$70. Please acknowledge receipt and filing of the articles on the acknowledgment copy which is enclosed and return it to me at the above address.

Thank you for your attention to this matter.

Very truly yours,



DAVID L. MacKAY

DLM/jf

Enclosures

02 MAY 28 AM 8:46  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION  
OF  
OCALA WEST UTILITIES, INC.**

**ARTICLE I - Name**

The name of this corporation is **OCALA WEST UTILITIES, INC.**

**ARTICLE II - Duration**

The period of its duration is perpetual.

**ARTICLE III - Purpose**

This corporation is organized for the purpose of transacting any and all lawful business and activities permitted under the laws of the United States and Florida.

**ARTICLE IV - Capital Stock and Voting Rights**

The aggregate number of shares which this corporation shall have authority to issue and have outstanding at any time shall be 100,000 shares of common stock of par value of \$.01 per share.

**ARTICLE V - Initial Registered Office,  
Principal Office and Mailing Address**

The street address of the initial registered office, the principal office of the corporation is 6144 Southwest Highway 200, Ocala, Florida, 34476. The mailing address is Post Office Box 771104, Ocala, Florida, 34477-1104.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLE VI - Initial Registered  
Agent - Designation and Acceptance**

The name of the initial registered agent of this corporation is FRANK J. TONA, whose address is 6144 Southwest Highway 200, Ocala, Florida, 34476, who signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by § 607.164, Florida Statutes.

**ACCEPTANCE**

I HEREBY ACCEPT the appointment as Registered Agent of and agree to act in that capacity.

  
FRANK J. TONA, Registered Agent

**ARTICLE VII - Board of Directors**

The corporation shall initially have three (3) Directors, who shall serve concurrent one-year terms. The number of Directors may be increased or decreased by amendment to the bylaws of the corporation. The name and address of the initial Director of this corporation are:

FRANK J. TONA	6144 Southwest Highway 200 Ocala, Florida 34476
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JAMES E. SANBORN	4986 Southeast Manatee Terrace Stuart, Florida 34997
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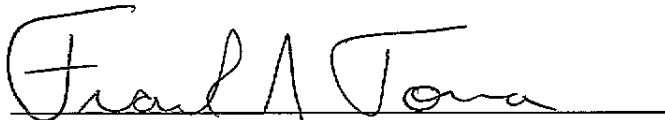
MICHAEL C. FARINA	15 Trout Brook Lane Mendham, New Jersey 07945
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**ARTICLE VIII - Amendment of Articles**

These Articles of Incorporation shall only be amended by a unanimous vote of the shares carrying voting rights.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of  
Incorporation this 23 day of May, 2002.

SUBSCRIBER:

  
FRANK J. TONA

02 MAY 28 AM 8:47  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS