

FACSIMILE TRANSMISSION (407) 245-7667 ORLANDO, FL 32803-4624

May 29, 2002

TELEPHONE (407) 245 - 1200

Department of State Corporations Division State of Florida Post Office Box 6327 Tallahassee, FL 32314

Re: RaccoonPossum Incorporated

200005666232--1 -06/03/02--01097--01)4 ******78.75 ******78.75

Dear Department of State:

Enclosed please find original and one (1) copy of Articles of Incorporation covering the above referenced corporation. Also enclosed is our check in the amount of \$78.50 to cover the following costs:

Filing fee	\$ 35.00			င်	
Certified Copy/Charter	8.75	Ē	#4 #0		ĹL.
Resident Agent Fee	35.00	_÷.	S S	ب	
	To a Class		유로		
Total	\$.28:50 78.76 Ch		37	5	

Please return certified copy of the Charter to this office at the above post office address.

Thank you for your assistance in this matter.

Very truly yours,

John L Maynard

JLM/hsw

Enclosures as indicated

95/4

ARTICLES OF INCORPORATION

OF

RACCOONPOSSUM INCORPORATED

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation of RACCOONPOSSUM INCORPORATED.

ARTICLE I

(NAME)

The name of this corporation is RACCOONPOSSUM INCORPORATED.

ARTICLE II

(DURATION)

The period of its duration is perpetual.

ARTICLE III

(PURPOSE)

The purpose of this corporation is to engage in activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV

(CAPITAL STOCK)

The corporation is authorized to issue Ten Thousand (10,000) shares of common stock at 0.01 per share.

ARTICLE V

(INITIAL REGISTERED OFFICE AND AGENT)

The name and address of the initial registered agent and office of this corporation is as follows:

02 JUN -3 AM 9: 12

JOHN L. MAYNARD, SR.

602 Hillcrest Street Orlando, Florida 32803-4624

The mailing address of the corporation is the same.

ARTICLE VI

(INITIAL BOARD OF DIRECTORS)

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by laws of the corporation in the manner provided by law.

The names and addresses of the initial directors of this corporation are:

<u>ADDRESS</u> NAME

602 Hillcrest Street Jerry Mabie

Orlando, FL 32803-4624

602 Hillcrest Street J. L. Maynard, Sr.

Orlando, FL 32803-4624

ARTICLE VII

(AMENDMENT OF ARTICLES)

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Any amendment altering the authorized shares of the company or creation of debt instruments of the company shall require a seventy five percent majority vote of the common capital stock of the company.

<u>ARTICLE VIII</u>

(ASSIGNMENT OF STOCK)

No shareholder of this corporation may assign or sell shares in contravention of any provisions in the by-laws or shareholders agreement of the corporation.

ARTICLE IX

(INDEMNIFICATION)

This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for in the by laws of this corporation and pursuant to Section 607.014, Florida Statutes, as amended.

IN WITNESS V	WHEREOF, the undersigned	d Incorporator has ex	ecuted these	Articles of
Incorporation this	day of May, 2002	Op.		

JOHN L. MAYNARD, SR., Incorporator

ACCEPTANCE OF SERVICE BY REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that RACCOONPOSSUM INCORPORATED desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Orlando, County of Orange, State of Florida, has named JOHNL. MAYNARD, located at 602 Hillcrest Street, Orlando, Florida, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this Acceptance, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation to act as and in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

JOHN L. MAYNARD Registered Agen

02 JUN -3 AM 9: 12
SECRETARY OF STATE
SECRETARY OF STATE