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TOWNSEND & BRANNON
ATTORNEYS AND COUNSELORS AT LAW
608 W. HORATIO STREET
TAMPA, FLORIDA 33606-2228

ANITA C. BRANNON
DAVID A. TOWNSEND

TELEPHONE (813) 254-0088
FACSIMILE (813) 254-0093

Writer's E MAIL address:
david@townsendbrannon.com

July 30, 2002

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

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*****78.75 *****78.75

Re: Roger Morell Enterprises, Inc.

Greetings:

Enclosed are the original Articles of Incorporation for the corporation named above and the original Certificate of Registered Agent for the corporation.

I am also enclosing the our check for \$78.75 which includes the following charges:

1. Filing fee for Articles of Incorporation (\$35.00);
2. Filing fee for Certificate of Registered Agent (\$35.00);
3. Fee for certificate of status (\$8.75)[optional]

An extra copy of the Articles is enclosed to be date stamped and returned to us in the enclosed pre-addressed, stamped envelope.

Your attention to this is appreciated.

Sincerely yours,



David A. Townsend

DAT/mp
Enclosures

Original Articles of Incorporation
Original Certificate of Registered Agent
Copy of Articles
SASE
Check for \$78.75

FILED
02 AUG -5 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ROGER MORELL ENTERPRISES, INC.

The undersigned, as incorporator, and for the purpose of forming a corporation under the Florida Business Corporation Act, submits the following Articles of Incorporation

ARTICLE I

NAME

The name of the corporation is:

ROGER MORELL ENTERPRISES, INC.

FILED
02 AUG -5 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address for the corporation is initially
4516 Pine Hollow Drive, Tampa, Florida 33624.

ARTICLE III

PURPOSE

The nature of the business and objects and purposes proposed to be transacted, promoted or carried on are to engage in any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to issue is ten thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V

INITIAL OFFICERS

The initial officers are:

Roger Morell, President & Treasurer
Joan Morell, Vice President & Secretary

There will be no board of directors. The affairs of the corporation will be managed by its officers, who shall hold office until the organizational meeting of the shareholders and until their successors shall have been elected and qualified or until their earlier resignation, removal from office or death.

ARTICLE VI

REGISTERED AGENT

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

David A. Townsend, Esquire
608 West Horatio Street
Tampa, Florida 33606

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is :

David A. Townsend
Townsend & Brannon
0608 West Horatio Street
Tampa, Florida 33606

ARTICLE VIII

SUBSCRIBER

Roger and Joan Morell hereby subscribe to 100 % of the corporation's
authorized stock.

ARTICLE VIV

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, executed the
foregoing Articles of Incorporation.


DAVID A. TOWNSEND

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHO PROCESS MAY BE SERVED

In compliance with *Section 48.091, Florida Statutes*, the following is submitted.

ROGER MORELL ENTERPRISES, INC. desiring to organize or qualify under the laws of the State of Florida, has named **DAVID A. TOWNSEND** located at 608 W. HORATIO ST., TAMPA, FLORIDA 33606-2228, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


DAVID A. TOWNSEND

DATE: July 24, 2002

FILED
02 AUG -5 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA