

*Law Offices of
Shane B. Vogt, Esquire*

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Tampa, Florida 33612

Phone: (813) 931-5242 Fax: (813) 931-0430

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

August 14, 2002

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-08/19/02--01032--018
*****87.50 *****87.50

SUBJECT: **FERN ENTERPRISES CORPORATION**

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

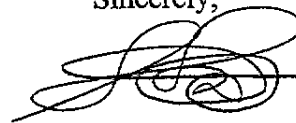
\$87.50

Filing Fee, Certified Copy & Certificate of Status

FROM: **Shane B. Vogt, Esq.**
1902 East Busch Blvd.
Tampa, Florida 33612
(813) 931-5242

Please call if you have any questions.

Sincerely,



Shane B. Vogt

02 AUG 19 PM 2:02
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2002 AUG 20 2002

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ARTICLES OF INCORPORATION OF FERN ENTERPRISES CORPORATION

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under Chapter 607 of the Florida Statutes

ARTICLE I - NAME

The name of this corporation is **FERN ENTERPRISES CORPORATION**.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of and shall engage in any lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal office location and the mailing address of this corporation are **51 Island Way #803, Clearwater, Florida 33767**.

ARTICLE IV - INCORPORATOR

The name and address of the person signing these Articles is:

**Samuel D. Clemmerson
51 Island Way #803
Clearwater, Florida 33767**

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

**Samuel D. Clemmerson
51 Island Way #803
Clearwater, Florida 33767**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VI - INITIAL OFFICERS

The initial officer of this corporation shall be:

President: Samuel D. Clemmerson
51 Island Way #803
Clearwater, Florida 33767

The term of office shall be one (1) year, but if a new election is not held, he may retain office until such election is held.

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **1902 East Busch Blvd., Tampa, Florida 33612** and the Initial Registered Agent of this corporation at that address is **Shane B. Vogt, Esq.**

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Samuel D. Clemmerson	100 shares
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which and the time within which such share may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XI - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though, on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XII – TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE XIII – REGISTERED OWNER(S)

The corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the corporation, the corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the corporation shall have notice thereof.

ARTICLE XIV – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XV - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director of the corporation to the full extent permitted by law.

ARTICLE XVI - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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



By: Samuel D. Clemmerson

Its: President/Owner

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Samuel D. Clemmerson, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12th day of August 2002.

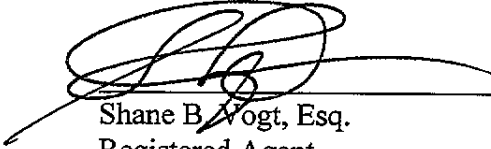

NOTARY PUBLIC
My commission expires:



Betty J. Spaur
Commission # DD 003048
Expires April 6, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

Acceptance of Registered Agent Designated
In Articles of Incorporation

I, Shane B. Vogt, Esq., having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above Articles of Incorporation, am familiar with and accept the obligations of the position of Registered Agent of the Corporation under the applicable provisions of the Florida Statutes.


Shane B. Vogt, Esq.
Registered Agent

DIVISION OF CORPORATIONS
SECRETARY OF STATE
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