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LAW OFFICES OF
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August 27, 2002

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

Secretary of State
Division of Corporations
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Re: WITHROW RESEARCH & DEVELOPMENT CORPORATION

Dear Sir or Madam:

Enclosed are the following in connection with the above-referenced corporation:

1. Original executed Articles of Incorporation; and
2. Our check in the amount of \$78.75.

Please return the Certificate and a copy of the Articles to this office after filing.

Thank you for your consideration in this matter.

Sincerely,



Richard M. "Rick" Knellinger

RMK/cd
Enclosures (2): as stated above
cc: Christopher Withrow

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
WITHROW RESEARCH & DEVELOPMENT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I

The name of the Corporation is **WITHROW RESEARCH & DEVELOPMENT CORPORATION.**

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ten thousand (10,000). Such shares shall be of a single class, and shall have a par value of one cent (\$.01) per share.

ARTICLE V

The street address of the initial registered office of the corporation is: 8049 Blazing Star Road, Melrose, Florida 32666 and the name of its initial registered agent at such address is: CHRISTOPHER L. WITHROW.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as the sole member of the initial board of directors is: CHRISTOPHER L. WITHROW, of 8049 Blazing Star Road, Melrose, Florida 32666.

ARTICLE VII

The name and address of the incorporator is:

CHRISTOPHER L. WITHROW
8049 Blazing Star Road
Melrose, Florida 32666

The address of the principal place of business is:

8049 Blazing Star Road
Melrose, Florida 32666

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed by the undersigned at Gainesville, Florida this 26th day of August, 2002.


CHRISTOPHER L. WITHROW

ACCEPTANCE AS REGISTERED AGENT

I, CHRISTOPHER L. WITHROW, the undersigned, do hereby accept designation as Registered Agent for the above-named corporation.


CHRISTOPHER L. WITHROW