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ALLEN A. BALDWIN

Attorney At Law

308 St. Johns Avenue
Palatka, FL 32177
(386) 325-7549

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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11-25-02

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 28, 2002

ALLEN A. BALDWIN
308 ST JOHNS AVE
PALATKA, FL 32177

SUBJECT: RIVER CITY PROPERTIES, INC.
Ref. Number: W02000024986

We have received your document for RIVER CITY PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
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Letter Number: 402A00050167



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

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02 NOV 25 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 25, 2002

ALLEN A. BALDWIN
308 ST JOHNS AVE
PALATKA, FL 32177

SUBJECT: J & T, INC.
Ref. Number: W02000024986

We have received your document for J & T, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 402A00059052

ARTICLES OF INCORPORATION
OF
C. D. & T. INC.

FILED

2002 NOV 25 PM 4:00

CLERK OF DISTRICT COURT
FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby bind themselves to form a Corporation under the Laws of the State of Florida.

1. CORPORATE NAME. The name of this Corporation is C.D. & T. INC.

2. ADDRESS The Post Office address of the principal office of this Corporation in the State of Florida is: 131 Twin Lake Road, Drive, Interlachen, Florida 32148.

3. TERM This Corporation shall have perpetual existence.

4. CORPORATE PURPOSE To include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

5. SUBCHAPTER S STATUS The corporation shall elect to be taxed as a Subchapter S Corporation under the Internal Revenue Code. The Corporation shall only authorize and issue one class of stock (voting common). No stock holder shall do any act (including the sale or transfer of such stockholder's stock) which shall contravene or revoke the corporation's election to be taxed as a Subchapter S Corporation. .

6. CAPITAL STOCK The number of share that may be issued by the Corporation is 100 shares of Common Stock of the Par Value of Ten Dollars per share.

Any shareholder desiring to sell any of the share of the corporation shall first offer said shares to the corporation, at current value. Such shareholder shall give written notice to the Secretary of the corporation of his intention to sell such shares. The corporation shall have 30 days from the receipt of such notice within which to exercise its option to purchase all or any full number of the shares so offered at their current value. Should the corporation refuse to exercise its option to purchase said share, the other shareholders shall be granted the opportunity to purchase the shares, each in proportion to the number of shared which he already holds. Afterward, the shareholder may offer his shares to others, as he desires. However, no stockholder shall transfer his shares to (1) a person who does not consent to be taxed under Subchapter S, (2) to a non-resident alien, (3) to a trust corporation or other organization that may not be a stockholder of a corporation electing under Subchapter S, (4) to two or more persons if the effect thereof will be to increase the number of stockholders to more than the number permitted by the prior consent of

persons owning a majority of the outstanding shares of the corporation. No transfer of shares shall be registered unless prior thereto the person in whose name the shares are to be registered agrees in writing not to file a refusal to consent to the Sub-Chapter S election. Such agreement shall be in a form satisfactory to counsel for the corporation.

7. INITIAL CAPITAL The amount of capital with which this corporation will begin business is one thousand dollars.

8. DIRECTORS This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors are:

JAMES CONNER
131 Twin Lake Road Drive
Interlachen, FL 32148

CHARLES DUCK
109 Macon Road
Palatka, FL 32177

TINA DUCK
109 Macon Road
Palatka, FL 32177

DIANA L. CONNER
131 Twin Lake Road Drive
Interlachen, FL 32148

All decisions of the Board must be unanimous in order to bind the corporation.

9. OFFICERS The officers of this corporation shall consist of a President, Vice President, Secretary, and Treasurer, each of whom shall be appointed by the Board of Directors. Such other officers and assistants and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time.

The directors shall appoint officers annually, at a time to be fixed by the By-Laws. The President shall manage the corporation. The signature of the President, with the signature of the Secretary, will bind the corporation, and their signatures need not be attested by any other officer.

The specific duties of the corporate officers shall be as printed in the By-Laws of the corporation.

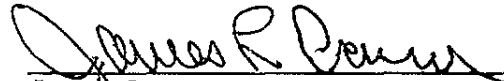
The names of the officers who are to serve until the first election or appointment are:

James Conner - President
Charles Duck - Vice President
Tina Duck - Secretary
Diana L. Conner - Treasurer

10. REGISTERED AGENT The name and address of the initial registered agent for the corporation is:

JAMES CONNER
131 Twin Lake Road Drive
Interlachen, FL 32148

"I hereby accept the appointment as initial registered agent for the Corporation"


James Conner

11. SUBSCRIBERS The name and Post office addresses of the subscribers of these Articles of Incorporation are:


JAMES CONNER
131 Twin Lake Road Drive
Interlachen, FL 32148


CHARLES DUCK
109 Macon Road
Palatka, FL 32177

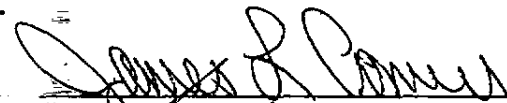

TINA DUCK
109 Macon Road
Palatka, FL 32177

DIANA L. CONNER
131 Twin Lake Road Drive
Interlachen, FL 32148

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, and the first director thereof, has executed these Articles of Incorporation this 22 day of August, 2002.


Tina Duck


Diana L. Conner


James Conner

Charles Duck

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PUTNAM

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared JAMES CONNER, CHARLES DUCK, TINA DUCK, and DIANA L. CONNER, to me known to be the persons described as the subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official commission in the County and State aforesaid this 22 day of August




Notary Public