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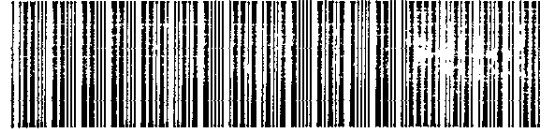
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03 APR 28 AM 10:15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Re: Ocala Shopper, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,

Scott M. Kalb
Ocala, Shopper Inc.
1960 SE 150 St.
Summerfield, Fl. 34491-3823
352-821-4109

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03 APR 28 AM 10:15

ARTICLES OF INCORPORATION
OF
OCALA SHOPPER, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be Ocala Shopper, Inc.

The principal place of business of this corporation shall be at 1960 SE 150 ST., Summerfield, Fl. 34491-3823.

ARTICLE II
ADDRESS

The address of the initial registered office of the corporation shall be at 1960 SE 150 St., Summerfield, Fl 34491-3823.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV
PURPOSE

The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and the State of Florida.

ARTICLE V
OFFICERS AND BOARD MEMBERS

This corporation shall have two (2) officers initially. The name and street address of the initial officers and directors, who shall hold office for the first year of the corporation, or until their successor(s) shall be elected or appointed, are:

PRESIDENT/DIRECTOR
Paul Jason Haddock

HOME ADDRESS
11544 W. Ride Dr.
Jacksonville, Fl. 32223

VICE PRESIDENT/DIRECTOR

Scott M. Kalb

1960 SE 150 St.
Summerfield, Fl. 34491-3823

SECRETARY/TREASURER/DIRECTOR

Scott M. Kalb

1960 SE 150 St.
Summerfield, Fl. 34491-3823

ARTICLE VI
CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares if common stock having a par value of one (1.00) Dollar per share.

ARTICLE VII
SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation are:

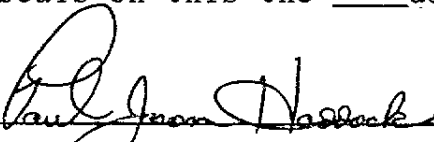
Paul Jason Haddock
11544 W. Ride DR.
Jacksonville, FL. 32223

Scott M. Kalb
1960 SE 150 ST.
Summerfield, FL. 34491-3823

ARTICLE VIII
SPECIAL PROVISION

It is the intent of the incorporators that the Corporation shall qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file as a Subchapter S Corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this the 22 day of April 2003.



PAUL JASON HADDOCK
11544 W. RIDE DR.
JACKSONVILLE, FL. 32223



SCOTT M KALB
1960 SE 150 ST.
SUMMERFIELD, FL. 34491-3823

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

Certificate of Registered Agent
Of
OCALA SHOPPER, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at: 1960 SE 150 St., Summerfield, FL.s named Scott M. Kalb, located at the foresaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations for that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Scott M. Kalb, Registered Agent