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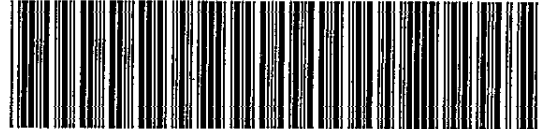
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2003 MAY -6 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5-14-03  
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# FULLER & ASSOCIATES

ATTORNEYS AT LAW

BARRY J. FULLER  
Member Florida and California Bars  
JAMES D. ACOSTA, OF COUNSEL  
Certified Civil Trial Attorney

THE OFFICE PAVILION  
2301 PARK AVENUE, SUITE 404  
ORANGE PARK, FLORIDA 32073  
TELEPHONE: (904) 264-0585  
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April 29, 2003

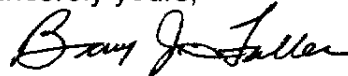
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: ARTICLES OF INCORPORATION OF LOVELAND ENTERPRISES INC.,  
A FLORIDA CORPORATION**

Gentlemen:

Enclosed please find original and two copies of Articles of Incorporation as referenced above together with my firm's check for the \$70.00 filing fee. Please return a stamped copy showing receipt of same in the enclosed self-addressed, stamped envelope.

Sincerely yours,



Barry J. Fuller

BJF:tbw  
Enclosures

cc: Victoria Loveland

**ARTICLES OF INCORPORATION  
OF  
LOVELAND ENTERPRISES, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**FIRST  
NAME**

The name of the Corporation is: **LOVELAND ENTERPRISES, INC.**

**SECOND  
DURATION**

The period of duration of the Corporation is perpetual.

**THIRD  
PURPOSE**

The purpose or purposes for which the Corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**FOURTH  
SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding is 10,000 shares of common stock having a par value of \$1.00 per share.

**FIFTH  
PRINCIPAL OFFICE**

The street address of the initial principal office in Florida of the Corporation is 4766 Belladonna Street, Middleburg, Clay County, Florida 32068.

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**SIXTH  
REGISTERED OFFICE AND AGENT**

The street address in Florida of the initial registered office of the corporation is 2301 Park Avenue, Suite 404, Orange Park, Clay County, Florida 32073, and the name of the initial registered agent at such address is **BARRY J. FULLER**.

**SEVENTH  
INITIAL INCORPORATOR**

The name and address of the initial incorporator is as follows:

<b>NAME</b>	<b>ADDRESS</b>
<b>BARRY J. FULLER</b>	2301 Park Avenue, Suite 404 Orange Park, Florida 32073

**EIGHTH  
PREEMPTIVE RIGHTS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**NINTH  
CUMULATIVE VOTING**

The Shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one Shareholder as many votes as the number of directors to be elected multiplied by the number of said Shareholder's shares, to distribute them among as many candidates as said Shareholder may wish. Notice must be given by any Shareholder to the President or as Vice President of said Corporation not less than 24 hours prior to the time set for the holding of a Shareholders' meeting for the election of directors that said Shareholder intends to cumulate his vote at said election.

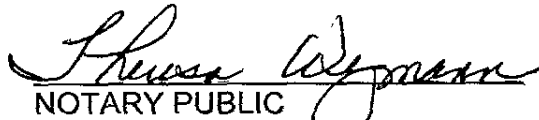
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 30<sup>th</sup> day of April, 2003.

  
\_\_\_\_\_  
**BARRY J. FULLER**, Incorporator

**STATE OF FLORIDA  
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared **BARRY J. FULLER** who is known to be the person described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 30<sup>th</sup> day of April, 2003 in the County and State aforesaid.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at large  
My Commission expires: 9/7/03



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **LOVELAND ENTERPRISES, INC.** The name and address of the registered agent and office is:

BARRY J. FULLER  
2301 Park Avenue, #404  
Orange Park, Florida 32073

  
\_\_\_\_\_  
BARRY J. FULLER, Incorporator  
Date: 4/30/03

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
BARRY J. FULLER  
Date: 4/30/03