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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS
6/18/03

K. JUDSON BOEDECKER

6649 Deering Circle
Sarasota, Fl. 34240
Telephone 941-342-1408 Fax 941-342-1508

June 12, 2003

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

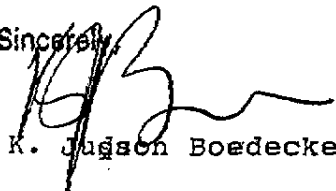
RE: Articles of Incorporation June, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced corporation and a check for \$78.75. Please file these Articles of Incorporation and forward me the certificate of good standing.

Should you have any questions, please feel free to contact me.

Sincerely,



K. Judson Boedecker

ARTICLES OF INCORPORATION

OF

June, Inc.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be June, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida for which corporations may be organized under the law of the State of Florida.

ARTICLE III

AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock with a part value of **ONE DOLLAR (\$1.00)** per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually unless dissolved according to the law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2065 Constitution Boulevard
Sarasota, Florida 34231

and the name of the initial registered agent of this corporation at that address is: **WAYNE F. FARRELL**

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

K. Judson Boedecker
2065 Constitution Blvd.
Sarasota, FL 34231

Wayne F. Farrell
2065 Constitution Blvd.
Sarasota, FL 34231

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ARTICLE VII

INCORPORATOR

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


K. Judson Boedecker
2065 Constitution Blvd.
Sarasota, FL 34231

ARTICLE VIII

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with §807.167 F.S., the date when corporate existence shall commence is the date of subscription and acknowledgement of the Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time set forth in §807.167 F.S., the date when corporate existence shall commence is the date of filing with the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of June, 2003.


K. Judson Boedecker

STATE OF FLORIDA)

COUNTY OF SARASOTA)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared **K. JUDSON BOEDECKER**, 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 these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12 day of June, 2003




Notary Public

My Commission Expires:

4.16.06

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.**

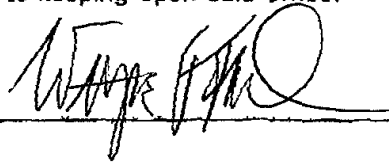
In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

First — That June, Inc. desiring to organize under the Laws of
the State of Florida, with its principal office as indicated in the Articles of Incorporation
at City of Sarasota, County of Sarasota, State of Florida, has named **WAYNE F. FARRELL**,
located at 2065 Constitution Boulevard, City of Sarasota, County of Sarasota, State of
Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity and agree to
comply with the provision of said Act relative to keeping open said office.

By: _____



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