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(Requestor's Name)

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PICK-UP WAIT MAIL

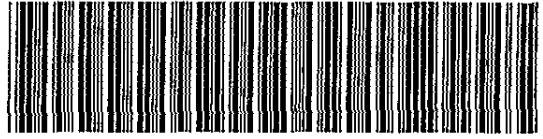
(Business Entity Name)

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STATE
TALLAHASSEE, FLORIDA

(36-216)

simonic

Simonic, Simonic, Ratnecht & Associates, Inc.

8750 Perimeter Park Boulevard Jacksonville, FL 32216-6347

Phone: 904-928-1040 Fax: 904-928-0939

www.simonic.net

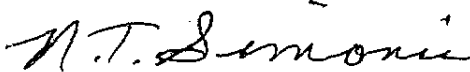
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: SCARLETT & SCARLETT II, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance.

Cordially,



Nicholas T. Simonic
Certified Public Accountant

NTS/gs
enclosures

ARTICLES OF INCORPORATION
FOR
SCARLETT & SCARLETT II, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I, NAME

The name of the Corporation shall be:

SCARLETT & SCARLETT II, INC.

ARTICLE II, PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this Corporation shall be:

7129 BETH ANN TERRACE
JACKSONVILLE, FLORIDA 32210

ARTICLE III, NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV, CAPITAL STOCK

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time is 100 shares of common stock, having a par value of \$1.00. The Board of Directors is authorized to issue "Section 1244 Stock," as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE V, REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**RONALD C. SCARLETT
7129 BETH ANN TERRACE
JACKSONVILLE, FLORIDA 32210**

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TALLAHASSEE, FLORIDA

ARTICLE VI, TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VII, PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VIII, DIRECTORS AND OFFICERS

The names and address of the initial directors and officers are:

**RONALD C. SCARLETT, PRESIDENT
7129 BETH ANN TERRACE
JACKSONVILLE, FLORIDA 32210**

ARTICLE IX, INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

**RONALD C. SCARLETT
7129 BETH ANN TERRACE
JACKSONVILLE, FLORIDA 32210**

The undersigned incorporator has executed these Articles of Incorporation of this
24 day of June, 2003.


RONALD C. SCARLETT

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CERTIFICATE OF DESIGNATION OF 03 JUN 26 PM 10: 56
REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

SCARLETT & SCARLETT II, INC.

2. The name and address of the registered agent and office is:

**RONALD C. SCARLETT
7129 BETH ANN TERRACE
JACKSONVILLE, FLORIDA 32210**

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.

Signature

Date

Ronald C. Scarlett
June 24, 2003