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TRANSMITTAL LETTER

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

SUBJECT: OF TIME IL, ANC-				
(Proposed corporate name - must include suffix)				
Enclosed is an original and one(1) copy of the articles of incorporation and a check for:				
\$70.00	\$78.75	3 \$78.75	⊠ \$87.50	
Filing Fee	Filing Fee	Filing Fee	Filing Fee,	
	& Certificate of Status	& Certified Copy	Certified Copy & Certificate of	
			Status	
		ADDITIONAL CO	PY REQUIRED	
FROM: STEPHANIE A. HAMILTON Name (Printed or typed)				
$f.0.B0 \times 976$ Address				
CALLAHAN FL 32011-0976 City, State & Zip				
(904) 879-0186 Daytime Telephone number				

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Artícles of Incorporation.

ARTICLE I NAME OF THE CORPORATION

The name of the corporation is: OUT OF TIME II, INC.

ARTICLE II PRINCIPAL OFFICE

The principal offices, place of business and mailing address of this corporation is:

P.O. BOX 976 44058 CAMPBELL COURT, SUITE B CALLAHAN, FL 32011-0976

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred and No/1,000ths common voting shares at par value of One and No/100 (\$1.00) Dollar per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

HAMILTON, STEPHANIE A.
P.O. BOX 976
44058 CAMPBELL COURT, SUITE A
CALLAHAN, FL 32011-0976

ARTICLE V INCORPORATOR

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

HAMILTON, STEPHANIE A.
P.O. BOX 976
44058 CAMPBELL COURT, SUITE A
CALLAHAN, FL 32011-0976

ARTICLE VI EFFECTIVE DATE

The effective date of incorporation is Monday, September 1st, 2003 for any and all purposes, both public and private.

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ARTICLES OF INCORPORATION

The names and addresses of the initial members of the board of directors of the corporation are:

HAMILTON, STEPHANIE A. 44058 CAMPBELL COURT, SUITE A CALLAHAN, FL 32011

BLAIR, THOMAS A.
P.O. Box 1670, 54025 JEANNIE ROAD
CALLAHAN, FL 32011-1670

ARTICLE VIII INITIAL OFFICERS OF THE CORPORATION

The initial slate of officers of the corporation are:

HAMILTON, STEPHANIE A., PRESIDENT & TREASURER 44058 CAMPBELL COURT, SUITE A CALLAHAN, FL 32011

BLAIR, THOMAS A., VICE PRESIDENT & SECRETARY P.O. Box 1670, 54025 JEANNIE ROAD CALLAHAN, FL 32011-1670

Stephanie A. Hamilton, Sole Incorporator

Date

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 to this corporation.

Stephanie A. Hamilton, Registered Agent

Date