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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

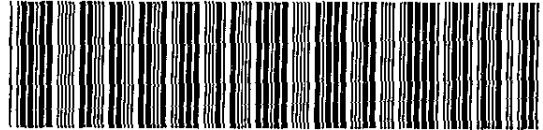
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DAVID M. ANDREWS

ATTORNEY AT LAW

125 NIX BOAT YARD ROAD

P.O. BOX 5358

ST. AUGUSTINE, FL 32085

TELEPHONE (904) 826-1987

EMAIL andrews@fdn.com

FAX (904) 826-4236

October 6, 2003

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

Re: Larry & Company, Inc.

Dear Sir/Madam:

Enclosed herewith are the original and one copy of proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is a check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Articles	8.75
Resident Agent Fee	<u>35.00</u>
	\$ 78.75

If the Articles of Incorporation meet with your approval, please execute and send me a certified copy of the Articles.

Respectfully yours,



David M. Andrews

DMA:vdh
Enclosures

ARTICLES OF INCORPORATION

OF

LARRY & COMPANY, INC.

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03 OCT -9 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, JOHNNIE MAE SIMMERSON, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is LARRY & COMPANY, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 12 OCEAN AVENUE, ST. AUGUSTINE, FL 32080, and the name of the initial registered agent of this Corporation at the registered address is: JOHNNIE MAE SIMMERSON

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LARRY SIMMERSON	PRESIDENT	12 OCEAN AVENUE ST. AUGUSTINE, FL 32080
JOHNNIE MAE SIMMERSON	VICE PRESIDENT/ SECRETARY	12 OCEAN AVENUE ST. AUGUSTINE, FL 32080
DANIEL SIMMERSON	VICE PRESIDENT	12 OCEAN AVENUE ST. AUGUSTINE, FL 32080

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

NAME OF SUBSCRIBER

ADDRESS

JOHNNIE MAE SIMMERSON

12 OCEAN AVENUE
ST. AUGUSTINE, FL 32080

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

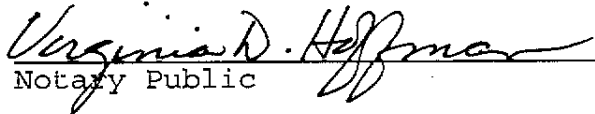
IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 3rd day of October, 2003.


JOHNNIE MAE SIMMERSON

STATE OF FLORIDA

COUNTY OF ST. JOHNS

THE FOREGOING INSTRUMENT was acknowledged before me this 3rd day of October, 2003, by JOHNNIE MAE SIMMERSON, who is personally known to me and who did/did not take an oath.


Notary Public



VIRGINIA D. HOFFMAN
NOTARY PUBLIC, STATE OF FLORIDA
MY Comm. Expires MAY 27, 2005
COMM. # DD 017013

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT LARRY & COMPANY, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST.
JOHN'S, STATE OF FLORIDA, HAS NAMED JOHNNIE MAE SIMMERSON, LOCATED
AT 12 OCEAN AVENUE, OF THE CITY OF ST. AUGUSTINE, COUNTY OF ST.
JOHN'S, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

JOHNNIE MAE SIMMERSON
Signature: *Johnnie Mae So*
(Corporate Officer)
Title: Vice President/Secretary
Date: October 3, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: *Johnnie Mae So*
Resident Agent - JOHNNIE MAE SIMMERSON
Date: October 3, 2003