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03 OCT 16 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVERSIFIED PROFESSIONAL ACCOUNTING
2500 21ST STREET, N. W. #88
WINTER HAVEN, FLORIDA 33801

OCTOBER 6, 2003

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

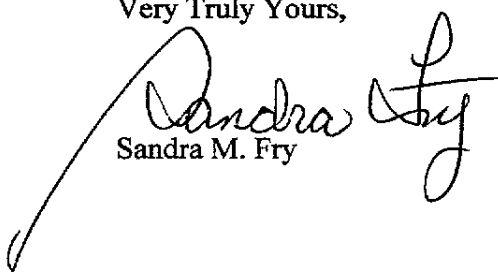
RE: HOWARD N. WHALEY, INC..

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named Corporation.

Please return documents to my attention at 2500 21st Street, N.W. #88, Winter Haven, Florida 33881

Very Truly Yours,


Sandra M. Fry

ARTICLES OF INCORPORATION

OF

HOWARD N. WHALEY, INC.

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03 OCT 16 AM 11:19

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 - CORPORATE NAME

The name of the corporation is HOWARD N. WHALEY, INC..

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law, and these Articles of Incorporation shall be effective upon receipt by the Secretary of State.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue seventy-five hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office and the mailing address of the Corporation is:

HOWARD N. WHALEY, INC.
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

The name and street address of the Initial Registered Agent of this Corporation is:

SHEILA A. WHALEY
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the Corporation are as follows:

HOWARD N. WHALEY
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

SHEILA A. WHALEY
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

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

SHEILA A. WHALEY
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

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

Sheila A. Whaley (SEAL)

STATE OF FLORIDA
COUNTY OF POLK

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Sheila A. Whaley
SHEILA A. WHALEY

PERSONALLY KNOWN
Form of Identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that she executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite her name, and that an oath was not taken.

Witness my hand and official seal in the County and State
last aforesaid this 12th day of OCTOBER, 2003

Sandra M. Fry
NOTARY PUBLIC



Sandra M. Fry
My Commission DD238715
Expires November 04, 2007

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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03 OCT 16 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

HOWARD N. WHALEY, INC.

Pursuant to Florida Statutes 48.091 and 607.0501, the following is submitted:

The above Corporation desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

4313 SHADOW WOOD TRAIL, WINTER HAVEN, FLORIDA 33880

and has named

SHEILA A. WHALEY
4313 SHADOW WOOD TRAIL
WINTER HAVEN, FLORIDA 33880

as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


SHEILA A. WHALEY, REGISTERED AGENT