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(Requestor's Name)	_
(Address)	_
(Address)	_
(City/State/Zip/Phone #)	
PICK-UP WAIT MAIL	
(Business Entity Name)	_
(Document Number)	_
Certified Copies Certificates of Status	_
Special Instructions to Filing Officer:	7
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SIDNEY M. NOWELL, P.A. ATTORNEY AT LAW P.O. BOX 819 300 N. STATE STREET BUNNELL, FL 32110

PHONE 386-437-1668

Fax: 386-586-4014

December 10, 2003

VIA CERTIFIED MAIL RETURN RECEIPT REQUESTED

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

Re: Downing Development Services, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation in connection with the above-referenced corporation. Also enclosed is our check in the amount of \$70.00 representing your Filing Fee.

Thank you for your assistance in this matter. If you have any questions or require additional information, please do not hesitate to give me a call.

Very truly yours,

Paula G-Rose

Secretary to Sidney M. Nowell

Enclosures

ARTICLES OF INCORPORATION

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DOWNING DEVELOPMENT SERVICES, ENCRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation in compliance with Chapter 607 and/or Chapter 621, Florida Statutes.

ARTICLE I. NAME

The name of the corporation shall be:

DOWNING DEVELOPMENT SERVICES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and the mailing address is:

51 River Trail Drive Palm Coast, FL 32137

ARTICLE III. NATURE OF BUSINESS

The purpose for which this corporation is organized is to provide real estate services under the laws of the State of Florida.

ARTICLE IV. SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. INITIAL OFFICERS AND/OR DIRECTORS

The corporation shall have one (1) initial Director. The number of directors may be increased or decreased from time to time. The initial Director is:

Cornelia Downing Manfre

ARTICLE VI. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII. REGISTERED AGENT

The name and address of the Registered Agent is:

Sidney M. Nowell, Esq. 300 N. State Street Bunnell, FL 32110

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

Cornelia Downing Manfre 51 River Trail Drive Palm Coast, FL 32137

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Sidney M. Nowell, Registered Agent

Cornelia Downing Manfre, Incorporator