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## KEYSER & WOODWARD, P.A. ATTORNEYS AT LAW

POST OFFICE BOX 92 501 ATLANTIC AVENUE INTERLACHEN, FLORIDA 32148

TIMOTHY KEYSER, J.D. MICHAEL W. WOODWARD, J.D., M.A., M.ED.

TELEPHONE 386-684-4673 FACSIMILE 386-684-4674

12 December 2003

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Subject: Filing of Articles of Incorporation of

Andrews' Management Services, Inc.

Dear Reader:

Enclosed please find an original articles of incorporation for the above corporation and a check totaling \$78.75 for the filing fee (\$35), the designation and acceptance of the resident agent (\$35), and for a certified copy (8.75) of the articles.

Please return the certified copy to this office in the stamped, return envelope provided for your convenience.

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Thank you beforehand for your assistance.

Sincerely,

TK/mdw enclosures c: Client

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#### ARTICLES OF INCORPORATION

OF

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TALLAHASSEE, FLORIDA

### ANDREWS' MANAGEMENT SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby adopts and files the following articles of incorporation for the purpose of organizing a business corporation.

#### ARTICLE I

The name of the Corporation ("Corporation") is ANDREWS' MANAGEMENT SERVICES, INC.

#### ARTICLE II

The existence of the Corporation shall begin on 1 January 2004.

#### ARTICLE III

The street address of the principal office of the Corporation is 103 Pearl Street, Melrose, Florida 32666.

#### ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 with no par value. All of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

#### ARTICLE V

The initial street address of the Corporation's registered office is Timothy Keyser. The initial registered agent for the Corporation at that address is Post Office Box 92 (501 Atlantic Avenue), Interlachen, Florida 32148.

#### ARTICLE VI

The corporation shall have no board of directors. The shareholders shall directly manage the corporation and exercise all of its corporate powers.

#### ARTICLE VII

The name and street address of the person signing these articles of incorporation are:

Name

James E. Andrews

Address

103 Pearl Street

Melrose, Florida 32666

#### ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on 11th December 2003.

AMES E. ANDREWS

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ANDREWS' MANAGEMENT SERVICES, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated on this day of December 2003.

TIMOTHY KEYSER