

**Electronic Articles of Incorporation
For**

**P04000020878
FILED
February 02, 2004
Sec. Of State**

ANCIENT CITY NOTES INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ANCIENT CITY NOTES INC

Article II

The principal place of business address:

148 INLET DRIVE APT 3
ST AUGUSTINE, FL. 32080

The mailing address of the corporation is:

148 INLET DRIVE APT 3
ST AUGUSTINE, FL. 32080

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

JEAN THOMAS
148 INLET DRIVE APT 3
ST AUGUSTINE, FL. 32080

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEAN THOMAS

Article VI

The name and address of the incorporator is:

JEAN THOMAS
148 INLET DRIVE APT 3
ST AUGUSTINE, FLORIDA 32080

Incorporator Signature: JEAN THOMAS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
JEAN THOMAS
148 INLET DRIVE APT 3
ST AUGUSTINE, FL. 32080

Title: PRES
DAVID THOMPSON
317 SOUTH FOREST DUNE DRIVE
ST AUGUSTINE, FL. 32080

Article VIII

The effective date for this corporation shall be:

02/02/2004