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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

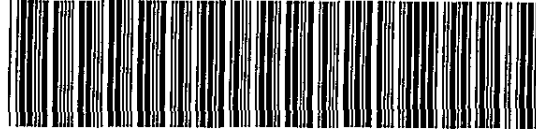
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02/04/04--01040--016 **78.75

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TALLAHASSEE FLORIDA

for 2/25/04

RUSH, MARSHALL, JONES AND KELLY, P.A.
ATTORNEYS AT LAW

FLETCHER G. RUSH (1917-2003)
CHARLES V. MARSHALL (1929-1994)
DAVID B. JONES
ROGER A. KELLY
JAMES C. HINCKLEY
CHARLES R. GEORGE, III
ROBERT S. HOOFMAN
E. GIVENS GOODSPEED
DAVID G. SHIELDS
ROBERT J. WATSON, JR.

MAGNOLIA PLACE
109 EAST CHURCH STREET, 5TH FLOOR
POST OFFICE BOX 3146
ORLANDO, FLORIDA 32802-3146

407-425-5500
FACSIMILE 407-423-0554

February 2, 2004

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

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TALLAHASSEE FLORIDA
STATE

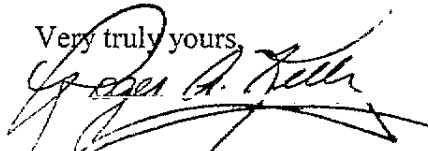
Re: Old South Timbers, Inc.

Dear Sir:

Enclosed are the Articles of Incorporation regarding Old South Timbers, Inc. and our firm check in the amount of \$78.75. Please file the Articles of Incorporation and return a certified copy of same in the enclosed stamped self-addressed envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



ROGER A. KELLY

RAK/js
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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2004 FEB 23 PM 3:27
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

February 11, 2004

ROGER A. KELLY, ESQUIRE
POST OFFICE BOX 3146
ORLANDO, FL 32802-3146

SUBJECT: OLD SOUTH TIMBERS, INC.
Ref. Number: W04000005921

We have received your document for OLD SOUTH TIMBERS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 704A00009422

ARTICLES OF INCORPORATION

OF

OLD SOUTH TIMBERS, INC.

FILED

2004 FEB 23 PM 3:27

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I.

NAME

The name of this corporation is OLD SOUTH TIMBERS, INC.

Article II.

ADDRESS

The physical address of the principal office of the corporation is 2910 N. Westmorland, Orlando, Florida 32804, and the mailing address of the corporation is 2910 N. Westmorland, Orlando, Florida 32804.

Article III.

DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the Secretary of State.

Article IV.

NATURE

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

Article V.

CAPITAL STOCK

This corporation is authorized to issue 150 shares of authorized stock all of one class for a par value of \$1.00 per share, to be designated "common shares".

Article VI.

REGISTERED AGENT

The name and physical address of the initial registered agent and office of this corporation is Roger A. Kelly, Esquire, Rush, Marshall, Jones and Kelly, P.A., 109 E. Church Street, 5th Floor, Orlando, Florida 32802-3146.

Article VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of the corporation are:

William Spurlin	2910 N. Westmorland, Orlando, Florida 32804
-----------------	--

Nancy Spurlin	2910 N. Westmorland, Orlando, Florida 32804
---------------	--

Article VIII.

INCORPORATOR

The name and address of the person signing these Articles is William Spurlin, 2910 N. Westmorland, Orlando, Florida 32804.

Article IX.

BY-LAWS

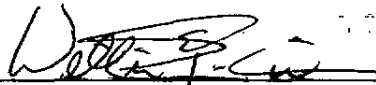
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

Article X.

AMENDMENTS

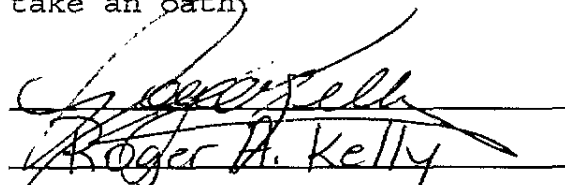
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 29th day of January, 2004.


Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was personally acknowledged before me this 29th day of January, 2004, by William Spurlin, who is personally known to me ~~or who has produced~~ as identification and who did take an oath.


Roger A. Kelly

(Signature of person taking acknowledgment)

(Name typed, printed or stamped)

Notary Public

(serial number, if any)



Roger A. Kelly
MY COMMISSION # CC947818 EXPIRES
June 19, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

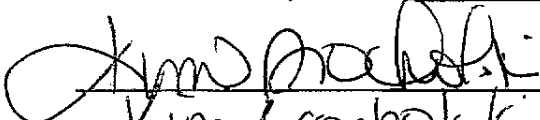
I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of Roger A. Kelly, and agree to comply with the provisions of Florida Statutes.


ROGER A. KELLY

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Roger A. Kelly, to me known to be described as REGISTERED AGENT for Old South Timbers, Inc., who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that he subscribed to such designation of REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this 30 day of Jan, 2004.


Kim Grocholski

(Signature of person taking acknowledgment)

(Name typed, printed or stamped)

Notary Public

(serial number, if any)



Kim Grocholski
MY COMMISSION # DD024910 EXPIRES
May 13, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

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TALLAHASSEE FLORIDA