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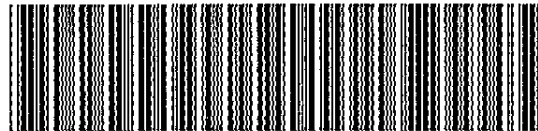
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2004 MAR -5 PM 1:23
TALLAHASSEE FLORIDA

3/12/04

(SAMPLE LETTER OF TRANSMITTAL)

Date

2004 MAR -5 PM 1:24

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Re: S AND B ADVERTISING INC, Inc.
(name of corporation)
FORM IO# 20-0752946

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50. 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.

Very truly yours,



SHANNON STODDARD

(individual's name)

S & B ADVERTISING INC

(name of corporation)

MAILING ADDRESS OF CORPORATION

1348 FAIRWAY VILLAGE DR

ORANGE PARK, FL 32003

PHONE

(904) 389-9061

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

S AND B ADVERTISING INC

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

S AND B ADVERTISING INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities 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 FIVE HUNDRED shares (.500) of Stock
Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>SHANNON STODDARD</u>		
ADDRESS	<u>1348 FAIRWAY VILLAGE DRIVE</u>		
CITY	<u>ORANGE PARK FL 32003</u>	FLORIDA	ZIP <u>32003</u>

The principal office, if known, or the mailing address of the corporation is:

NAME			
ADDRESS	<u>SAME AS ABOVE</u>		
CITY		FLORIDA	ZIP

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 director(s) of the corporation are as follows:

NAME	<u>SHANNON STODDARD</u>		
ADDRESS	<u>1348 FAIRWAY VILLAGE DRIVE</u>		
CITY	<u>ORANGE PARK FL</u>	STATE <u>FL</u>	ZIP <u>32003</u>
NAME	<u>STEPHANIE A. BAKER</u>		
ADDRESS	<u>4749 ORANGE FOREST DRIVE</u>		
CITY	<u>JACKSONVILLE</u>	STATE <u>FL</u>	ZIP <u>32210</u>
NAME			
ADDRESS			

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	SHANNON STODDARD		
ADDRESS	1348 FAIRWAY VILLAGE DRIVE		
CITY	ORANGE PARK	STATE	FL ZIP 32003
NAME	STEPHANIE A. BAKER		
ADDRESS	4749 ORANGE FOREST DRIVE		
CITY	JACKSONVILLE	STATE	FL ZIP 32210
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of Feb, 2004.

Shannon J Stoddard (Seal)

Stephanie A Baker (Seal)

____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

2004 MAR -5 PM 1:24
CLERK OF STATE
TALLAHASSEE FLORIDA

S AND B ADVERTISING INC

(name of corporation)

Pursuant to Florida Statutes Sections 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 1348 FAIRWAY VILLAGE DRIVE

ORANGE PARK FL 32003

has named SHANNON STODDARD

located at the aforesaid address, 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.

Shannon Stoddard
(registered agent)