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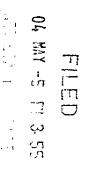
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LAW OFFICES OF GREGORY G. GAY, P.A.

GREGORY G. GAY, Esq. Board Certified Elder Law Board Certified Wills, Trusts and Estates

5318 Balsam Street
New Port Richey, Florida 34652
(Principal Office)
(727) 849-1122 - Fax (727) 848-4466
E-mail: gregg@willtrust.com
Homepage: willtrust.com

A. EDWARD BOUND, JR., Esq. Of Counsel

May 3, 2004

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301

RE: NEAL CARROLL CORPORATION

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for NEAL CARROLL CORPORATION.

Enclosed is my check in the amount of \$122.50 for the following:

Filing Fee \$ 35.00 Certified Copy \$ 52.50

Registered Agent

Designation \$ 35.00

\$122.50

With very best regards, I am

Yours truly,

Gregory G. Gay, Esquire

GGG/dsb

Enclosure

ARTICLES OF INCORPORATION

OF

NEAL CARROLL CORPORATION

ARTICLE I NAME

The name of this corporation is NEAL CARROLL CORPORATION.

ARTICLE II ADDRESS

The street address and the mailing address of the initial principal office of this corporation is 17828 Alexson Street, Spring Hill, FL 34610.

ARTICLE III DURATION

This corporation shall have perpetual existence.

ARTICLE IV PURPOSE

The purposes for which this corporation is organized are for the transaction of any and all lawful business for which a corporation may be organized under Florida Statute 607.

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17828 Alexson Street, Spring Hill, FL 34610, and the name of the initial registered agent of this corporation at that address is Albert N. Carroll.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The name and address of the directors of this corporation are:

Albert N. Carroll, 17828 Alexson Street, Spring Hill, FL 34610

ARTICLE IX INCORPORATORS

The name and addresses of the persons signing these articles are:

Albert N. Carroll, 17828 Alexson Street, Spring Hill, FL 34610

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 3 day of May, 2004.

Albert N. Carroll

STATE OF FLORIDA COUNTY OF PASCO

I HEREBY CERTIFY that on this 3 day of May, 2004, Albert N. Carroll personally appeared before me, the undersigned authority, to me well known to be the person described in the foregoing Articles of Incorporation, who acknowledged to me that he executed said Articles of Incorporation as his free and voluntary act and deed for the uses and purposes therein set forth and

expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at New Port Richey, Pasco County, Florida, the day and year last above written.

Debora S. Bleser, Notary Public

My Commission Expires:

DEBORA S. BLESER
MY COMMISSION # DD 235671
EXPIRES: April 14, 2008
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

In pursuance of Chapter 48.09l, Florida Statutes, the following is submitted in compliance with said Act:

That NEAL CARROLL CORPORATION, desiring to organize under the laws of the State of Florida with its principal place of business as 17828 Alexson Street, Spring Hill, FL 34610 has named Albert N. Carroll, as its agent to accept service of process within this State at that address.

NEAL CARROLL CORPORATION

Albert N. Carroll Incorporato

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Albert N. Carroll