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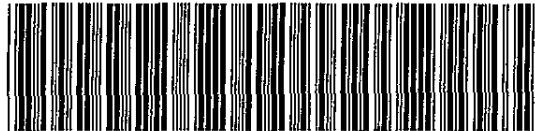
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FILED  
04 JUN -1 AM 11:27  
TALLAHASSEE, FLORIDA

TH 6/2/04

MICHAEL A. CROAK, P.A.

Attorney at Law  
2785 S. Bay Street, Suite G  
Eustis, Florida 32726

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Phone (352) 357-9208  
Fax (352) 357-9358  
Email croakm@aol.com

May 25, 2004

Corporate Records Bureau  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation for:  
STEPKAR, INC.

Dear Sirs/Ladies:

Please find enclosed for filing the original and one copy of the Articles of Incorporation for the above referenced corporation along with my check in the amount of \$78.75 for the filing fee.

If all is in order, I would request that the Articles of Incorporation be properly filed and that the Certificate of Incorporation and certified copy of the Articles be forwarded to our office at the above address.

Thank you in advance for your prompt attention to this matter.

Sincerely,

  
Betty Williams  
Secretary to Michael A. Croak

/bw  
Enclosure

ARTICLES OF INCORPORATION  
OF  
STEPKAR, INC.

**FILED**  
04 JUN -1 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: STEPKAR, INC.

ARTICLE II

The corporation will be located at: 2618 Privada Drive, The Villages, Lady Lake, Florida 32162

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the general purposes of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue a maximum number of 1,000 shares of the par value of \$1.00 per share, all of which shall be common stock.

The shareholders of the corporation entitled to vote may enter into written agreements subjecting the disposition or transfer of any or all common stock of the corporation to reasonable restraint by sale, assignment, pledge, will, intervivos gift, or any other method of transfer or encumbrance of said stock.

In the event that the holders of common stock of the corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common stock of the corporation, such stock shall not be eligible for transfer on the books of the corporation unless and until all of the terms and conditions of such agreement are met.

Transfers of any class of stock of the corporation shall only be transferable upon the books of the corporation.

#### ARTICLE V

The initial registered office, and the principal office in this state of the corporation 2618 Privada Drive, The Villages, Lady Lake, Florida 32162 and the mailing address is 2618 Privada Drive, The Villages, Lady Lake, Florida 32162, and the name of the initial Registered Agent at such address is Stephen P. Ricketts, who by execution hereof acknowledges that he is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

#### ARTICLE VI

The corporation shall initially have one (1) director(s), but the bylaws may provide for such increase or decrease in number thereof as is authorized by law.

The Board of Directors of the corporation is authorized to fix the salaries of the corporate officers and directors regardless of whether or not such directors, when fixing such salaries, are fixing their own compensation for services rendered by them to the corporation, in whatever capacity.

The name and street address of the member of the first Board of Directors is as follows:

NAME	ADDRESS
Stephen P. Ricketts	2618 Privada Drive, The Villages, Lady Lake, Florida 32162

#### ARTICLE VII

The corporation shall have a President and Secretary/Treasurer, each of whom may be members of the Board of Directors, and the corporation may have any such other and additional officers as may be authorized by its bylaws.

ARTICLE VIII

The name and street address of the Incorporator of the Articles of Incorporation is as follows:

NAME	ADDRESS
Stephen P. Ricketts	2618 Privada Drive, The Villages, Lady Lake, Florida 32162

ARTICLE IX

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE X

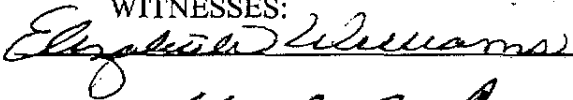
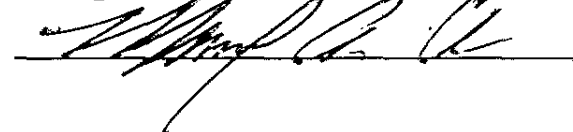
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at the shareholders' meeting by a majority of the shareholders entitled to vote thereon, ~~unless all the directors and all of the shareholders sign a written statement manifesting~~ their intention that a certain amendment of these Articles of Incorporation be made.

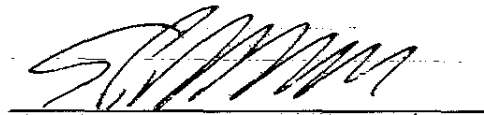
ARTICLE XI

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

DATED this 25th day of May, 2004.

WITNESSES:

  
Stephen P. Ricketts, Incorporator and  
Registered Agent

STATE OF FLORIDA  
COUNTY OF LAKE

Before me, the undersigned authority duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared STEPHEN P. RICKETTS to me known to be the person described as Incorporator and Registered Agent in and who executed the foregoing Articles of Incorporation and who has produced his FL. Driver License as identification.

Witness my hand and official seal in the County and State aforesaid this 25<sup>th</sup> day of May, 2004.

  
\_\_\_\_\_  
Notary Public

My Comm. Exp. \_\_\_\_\_



Michael A. Croak  
MY COMMISSION # DD207395 EXPIRES  
May 3, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.