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**ARTICLES OF INCORPORATION
OF
JAMES D. COLE ENTERPRISES, INC.**

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

ARTICLE I: NAME

The name of the corporation shall be:

JAMES D. COLE ENTERPRISES, INC.

The principal place of business of this corporation shall be:

7932 Breezy Point Road West; Melrose, Florida 32666-

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ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any of all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of common stock, having no par value.

ARTICLE IV: ADDRESS

The street address of the initial registered office of the corporation shall be 7932 Breezy Point Road West; Melrose, Florida 32666, and the name of the initial registered agent of the corporation at that address is Robert Carroll Caulk.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

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 thereof at the price for which it is offered to others.

ARTICLE VII: SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII: DIRECTORS

This corporation shall have three directors initially. The names and addresses of the initial members of the Board of Directors are:

Darryl Glynn Buffkin Director	1616 State Road 100 Melrose, Florida 32666
Robert Carroll Caulk Director	7932 Breezy Point Road West Melrose, Florida 32666
Sharon A. Hirsch Director	1061 North Highway 314A Silver Springs, Florida 34488

ARTICLE IX: OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Darryl Glynn Buffkin President	1616 State Road 100 Melrose, Florida 32666
Robert Carroll Caulk Vice President	7932 Breezy Point Road West Melrose, Florida 32666

Sharon A. Hirsch
Secretary/Treasurer

1061 North Highway 314A
Silver Springs, Florida 34488

ARTICLE X: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert Carroll Caulk
7932 Breezy Point West
Melrose, Florida 32666

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 15th day of June 2004.



Robert Carroll Caulk
Incorporator

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent of said corporation.



Robert Carroll Caulk
Registered Agent

STATE OF FLORIDA
COUNTY OF DOCKHURST

The foregoing instrument was acknowledged before me this 15 day of June 2004, by Robert Carroll Caulk.



Notary Public
State of Florida at large
My commission expires:

