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JULY 26, 2004

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

Enclosed you will find a check for $70.00 for incorporating C.L. LLOYD ENTERPRISES, INC.

Please send Articles to:

CHARLES L. LLOYD
708 WILSON RD.
WINTER SPRINGS, FL 32708

Sincerely,

CHARLES L. LLOYD

Enclosures

**ARTICLES OF INCORPORATION**
**OF**
**C.L. LLOYD ENTERPRISES, INC.**

The undersigned, being above the age of eighteen (18) years and competent to contract for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

## ARTICLE I
## NAME

The name of this corporation shall be C.L. LLOYD ENTERPRISES, INC.

## ARTICLE II
## COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the date these Articles are filed with the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to law.

## ARTICLE III
## PURPOSES AND GENERAL POWERS

The general purpose of this Corporation shall be the transaction of any and all lawful business.

## ARTICLE IV
## CAPITAL STOCK

1. Number and Class of Shares Authorized: Par value.

This corporation is authorized to issue 750,000 shares of voting common stock, having a par value of $0.01 per share.

2. Voting Rights

The Common Stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to **one** vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. No Preemptive Rights.

No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

## ARTICLE V
## INITIAL REGISTERED OFFICE AND AGENT

The office of this Corporation shall be located at 708 WILSON RD., WINTER SPRINGS, FL 32708. The initial registered agent of the Corporation at that address shall be CHARLES L. LLOYD. The corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

## ARTICLE VI
## INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall consist of one (1) director. The number of directors of the Corporation shall be specified, from time to time, by the bylaws provided; however, that the number of directors shall never be less than one (1). The name and street address of the initial director of this corporation is:

CHARLES L. LLOYD
708 WILSON RD.
WINTER SPRINGS, FL 32708

## ARTICLE VII
## INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

CHARLES L. LLOYD
708 WILSON RD.
WINTER SPRINGS, FL 32708

## ARTICLE VIII
## BYLAWS

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

## ARTICLE IX
## INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees, incorporator(s) and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees, incorporator(s) and agents in their capacity as such except for willful misconduct or gross negligence.

## ARTICLE X
## AMENDMENT

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.

## ARTICLE XI
## HEADING AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

The undersigned does hereby make and file these Articles of Incorporation, declaring and certifying that the facts stated herein are true.

X [signature]
CHARLES L. LLOYD
JULY 26, 2004

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICES OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

C.L LLOYD ENTERPRISES, INC., desiring to organize as a domestic Corporation or qualify under the laws of the State of Florida has named and designated CHARLES L. LLOYD as registered agent be to accept service of process within the State of Florida with its registered office located at 708 WILSON RD., WINTER SPRINGS, FL 32708.

## ACKNOWLEDGEMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.325, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 26TH OF JULY, 2004.

X

**CHARLES L. LLOYD**
**Registered Agent**

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