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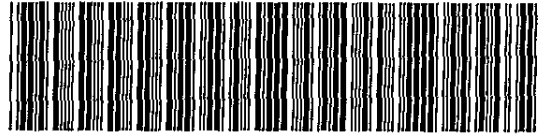
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/28/04--01007--013 **78.75

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04 OCT 28 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TERRY T. NEAL, P.A.
ATTORNEY AT LAW

October 26, 2004

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Els St. Augustine, Inc.

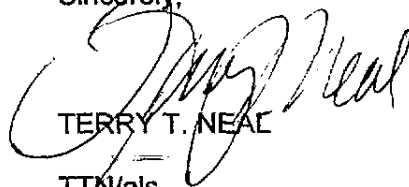
Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above referenced corporation.

Also enclosed is my trust account check number 2234 in the amount of \$78.75 which represents the filing fee, resident agent fee and fee for one certified copy of the Articles of Incorporation.

If you have any questions concerning the enclosures, please do not hesitate to contact me by collect telephone call at 352/323-8000.

Sincerely,



TERRY T. NEAL

TTN/als
Enclosures

Corporations\SecretaryState\Letter

ARTICLES OF INCORPORATION

OF

ELS ST. AUGUSTINE, INC.

FILED
04 OCT 28 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

ARTICLE I
NAME & PRINCIPAL PLACE OF BUSINESS

The name of the corporation is ELS ST. AUGUSTINE, INC., and its principal place of business is 9909 S. U.S. Hwy. 441, Leesburg, FL 34788 with a mailing address which is the same.

ARTICLE II
GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall begin its existence on the day these Articles of Incorporation are filed by the Secretary of State of the State of Florida, and shall exist perpetually.

ARTICLE V
REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent of this corporation and the initial registered office are:

LARRY L. SWOR
15050 S.E. 140th Avenue Road
Weirsdale, FL 32195

ARTICLE VI
MANAGEMENT

Pursuant to the provisions of Section 607.0732, Florida Statutes, the business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

ARTICLE VII
OFFICERS

The names and mailing addresses of each of the officers of the corporation are:

President	Ella S. Padgett 33317 Kaylee Way Leesburg, FL 34788
Secretary/Treasurer:	Larry L. Swor 15050 S.E. 140 th Avenue Road Weirsdale, FL 32195

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
LARRY L. SWOR	15050 S.E. 140 th Avenue Road Weirsdale, FL 32195

ARTICLE IX
AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE X
BYLAWS**

The power to adopt, amend or repeal the Bylaws shall be reserved to the shareholders of this corporation.

**ARTICLE XI
INDEMNIFICATION**

The corporation shall indemnify each officer to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of October, 2004.

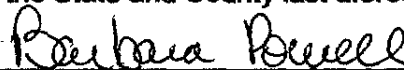

LARRY L. SWOR

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared LARRY L. SWOR, person described in and who executed the foregoing document and who acknowledged before me that he executed the same for the uses and purposes set forth therein, and the said LARRY L. SWOR is personally known to me yes (yes/no) or who produced State of Florida Driver's License No. _____ as identification.

WITNESS my hand and official seal in the State and County last aforesaid this 13th day of October, 2004.




Signature of Notary

Barbara Powell
Print Name of Notary
NOTARY PUBLIC-STATE OF FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


LARRY L. SWOR
Registered Agent

FILED
OCT 28 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA