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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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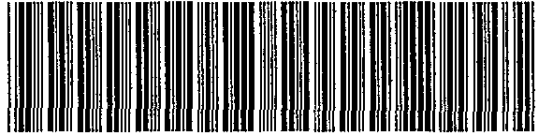
(Business Entity Name)

(Document Number)

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04 NOV -5 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FL 32302

APPROVED  
AND  
FILED

November 1, 2004

Florida Dept. of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Subj: Incorporation of S KELLY, INC.  
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Nonlawyer Services, Inc., 1592 N. Highway A1A, Satellite Beach, Florida 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,

  
Sandy Kelly

APPROVED  
AND  
FILED

ARTICLES OF INCORPORATION

04 NOV -5 PM 2:12

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S KELLY, INC.

ARTICLE I. NAME

The name of this corporation is

S KELLY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common-shares".

ARTICLE V. 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 VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1900 South Babcock Street, Melbourne, Florida 32901, and the name of the initial registered agent of this corporation at that address is SANDY KELLY.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

SANDY KELLY  
1900 South Babcock Street  
Melbourne, Florida 32901

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1900 South Babcock Street, Melbourne, Florida 32901, and the mailing address of the corporation is PO Box 33244, Indialantic, Florida 32903.

ARTICLE IX. INCORPORATOR

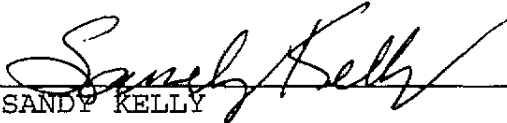
The name and address of the person signing these articles is:

SANDY KELLY  
1900 South Babcock Street  
Melbourne, Florida 32901

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 1st day of November, 2004.

  
SANDY KELLY

STATE OF FLORIDA  
COUNTY OF BREVARD

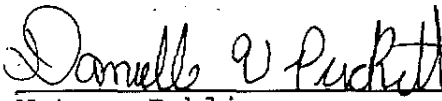
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared SANDY KELLY to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 1st day of November, 2004.

FL/DL



Danielle V. Puckett  
Commission #DD262058  
Expires: Oct 26, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Notary Public

DESIGNATION  
AS  
REGISTERED AGENT


APPROVED  
AND  
FILED  
04 NOV -5 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, and Section 607.034,  
Florida Statutes, the following is submitted:

That S KELLY, INC., desiring to organize under the laws of  
the State of Florida, with its principal office at 1900 South  
Babcock Street, Melbourne, County of Brevard, Florida 32901 has  
named SANDY KELLY, located at 1900 South Babcock Street,  
Melbourne, Florida 32901, as its agent to accept service of  
process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open.

  
SANDY KELLY  
Registered Agent