

**Electronic Articles of Incorporation
For**

P04000153914
FILED
November 09, 2004
Sec. Of State
jshivers

WILLIAM H. SMITH & ASSOCIATES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WILLIAM H. SMITH & ASSOCIATES, INC.

Article II

The principal place of business address:

1 PLAYERS CLUB
SANDESTIN, FL. US 32550

The mailing address of the corporation is:

1 PLAYERS CLUB
SANDESTIN, FL. US 32550

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

4000

Article V

The name and Florida street address of the registered agent is:

SHANNON L PORATH
56 SPIRES LANE
#16A
SANTA ROSA BEACH, FL. 32459

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SHANNON L. PORATH

Article VI

The name and address of the incorporator is:

WILLIAM H. SMITH
1 PLAYERS CLUB
SANDESTIN, FL 32550

Incorporator Signature: WILLIAM H. SMITH

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
WILLIAM H SMITH
1 PLAYERS CLUB
SANDESTIN, FL. 32550 US