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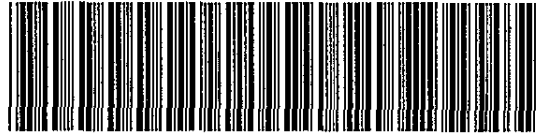
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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**LAW OFFICES OF JUSTIN G. JOSEPH, P.A.**  
**ATTORNEYS AT LAW**

*Justin G. Joseph*  
*Christopher S. Kuhn*  
*Michael J. Brannigan*  
*Judson W. Calkins, Jr.*

1266 S. Pinellas Avenue  
Tarpon Springs, FL 34689  
Tel: 727-938-2227  
Fax: 727-938-8447

November 12, 2004

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

Re: Ebenezer/Vincent, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Richard Ebenezer/Vincent, Inc.

Additionally, I am enclosing our firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,

  
Karen H. Midkiff

KHM  
Enclosure(s)

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EBENEZER/VINCENT, INC.

The undersigned, AZAR VINCENT, does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be EBENEZER/VINCENT, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the purpose of real estate management and any other legal purposes, with its principal place of business at 3354 Westcott Drive, Palm Harbor, FL 34684 and mailing address shall be the same.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Hundred (100) shares of common stock with par value of One Dollar (\$1.00).

The initial shareholders and amount of shares owned is as follows:

- Fifty Percent (50%) of common stock to AZAR VINCENT; and
- Fifty Percent (50%) of common stock to SIMELINE VINCENT.

The 100 shares held by the initial stockholder as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 1266 South Pinellas Avenue, Tarpon Springs, FL 34689, and the name of the initial registered agent of this corporation at that address is JUSTIN G. JOSEPH.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

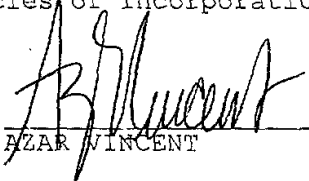
OFFICERS OF THE CORPORATION

The officers of the corporation shall be AZAR VINCENT as President and Treasurer and SIMELINE VINCENT as Vice President and Secretary.

ARTICLE VIII

INCORPORATORS

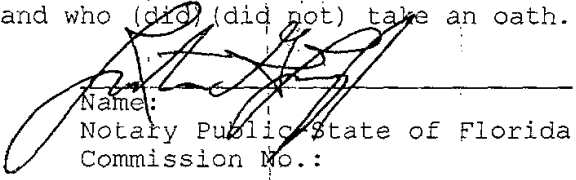
The name and address of the initial incorporator to these Articles of Incorporation are:

  
AZAR VINCENT

3354 Westcott Drive  
Palm Harbor, FL 34684

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 8 day of October, 2004, by AZAR VINCENT, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who () (did) () (did not) take an oath.

  
Name:  
Notary Public State of Florida  
Commission No.:



Justin G. Joseph  
MY COMMISSION # CC994937 EXPIRES  
February 9, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

EBENEZER/VINCENT, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Palm Harbor, State of Florida, has named JUSTIN G. JOSEPH, located at 1266 South Pinellas Avenue, Tarpon Springs, FL 34689 as its agent to accept service of process within Florida.

SIGNATURE: *A Vincent*

TITLE: INCORPORATOR

DATE: 10-8-04

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.

*Justin G. Joseph*  
JUSTIN G. JOSEPH

Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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