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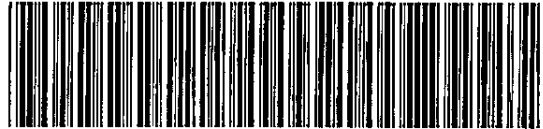
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**TRANSMITTAL LETTER**

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

SUBJECT: PROFEC PROPERTY MANAGEMENT II, INC.  
(Proposed Corporate Name)

Enclosed is an original and (1) copy of the Articles of Incorporation and our check  
for \$ 78,75.

FROM:

Derry E. Dwyer  
Certified Public Accountant  
7006 Atlantic Boulevard  
Jacksonville, FL 32211 676-6664

Note: Please provide the original and one copy of the Articles.

ARTICLES OF INCORPORATION  
OF  
PROFEC PROPERTY MANAGEMENT II, INC.

ARTICLE I - NAME

The name of this corporation is: PROFEC PROPERTY MANAGEMENT II, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE, MAILING OFFICE,  
AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is 7006 Atlantic Blvd., Jacksonville, Florida 32211-8706.

The name of the initial registered agent of this corporation is  
JASON W. BROOKS.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
<u>PRES./V. PRES./SEC./TREAS.</u>	
JASON W. BROOKS	12013 Michaelson Ct. Jacksonville, FL. 32223

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ARTICLE VIII - INCORPORATORS

NAME

ADDRESS

JASON W. BROOKS

12013 Michaelson Ct.  
Jacksonville, FL. 32223


ARTICLE IX - INDEMNIFICATION


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these

Articles of Incorporation this 5th day of ~~October~~, <sup>2005</sup> ~~2004~~.   
January

  
\_\_\_\_\_  
SUBSCRIBER JASON W. BROOKS

\_\_\_\_\_  
SUBSCRIBER

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 43.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST- THAT PROFEC PROPERTY MANAGEMENT II, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named JASON W. BROOKS, located at 7006 Atlantic Blvd., Jacksonville Florida 32211-8706 as its agent to accept service of process within Florida.

SIGNATURE

JASON W. BROOKS

TITLE: PRESIDENT

DATE:

Jany 2005 (JR)  
~~October 5, 2004~~

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CAPTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE

REGISTERED AGENT

JASON W. BROOKS

DATE:

Jany 2005  
~~OCTOBER 5, 2004~~

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STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared JASON W. BROOKS

known to be and known by me to be the person (s) who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th day of October, 2004.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE



CAMILLE ANN GUINAN  
MY COMMISSION # DD 306706  
EXPIRES: August 5, 2008  
Bonded Thru Budget Notary Services