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(Requestor's Name)

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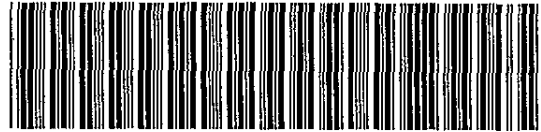
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STANLEY R. ANDREWS
ATTORNEY AT LAW

2690 South Hopkins Avenue
Titusville, FL 32780

P.O. Box 1743
Titusville, FL 32781-1743
(321) 267-8621
FAX (321) 268-9622

February 10, 2005

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

RE: Ratcliff Design Studio, Inc.

Dear Sir/Madam:

Enclosed is original and one copy of the Articles of Incorporation for the above named proposed Florida Corporation.

Also enclosed is our firm's check in the amount of \$78.75, representing payment of the following:

Filing fee	\$35.00
Certified Copy fee	\$ 8.75
Registered agent fee	\$35.00

Please file the enclosed Articles of Incorporation and return certified copy to the undersigned.

Very truly yours,


Stanley R. Andrews

SRA:can

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
RATCLIFF DESIGN STUDIO, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation.

ARTICLE I. NAME

The name of the corporation is **RATCLIFF DESIGN STUDIO, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 2265 Georgia Avenue, Titusville, FL 32796.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE V. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing February 14, 2005.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this

corporation in the State of Florida shall be:

Roy Stewart Ratcliff, Jr.
2265 Georgia Avenue
Titusville, FL 32796

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have One (1) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INCORPORATORS

The name and street address of the person signing these Articles of Incorporation is:

Roy Stewart Ratcliff, Jr.
2265 Georgia Avenue
Titusville, FL 32796

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

ARTICLE X. 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ____ day of February 2005.



ROY STEWART RATCLIFF, JR.

State of Florida
County of Brevard

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared ROY STEWART RATCLIFF, JR., personally y known to me ☒ OR who produced _____ as identification, who is known by me to be the person who executed the foregoing Articles of Incorporation, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and county aforesaid, this 14 day of February 2005.



Notary Public-State of Florida



Stanley R Andrews
My Commission DD185686
Expires May 28, 2007

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent in the State of Florida.

1. The name of the corporation is RATCLIFF DESIGN STUDIO, INC.
2. The name of the registered agent is Roy Stewart Ratcliff, Jr.
3. The address of the registered agent/ registered office is:
2265 Georgia Avenue, Titusville, FL 32796

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: _____

ROY STEWART RATCLIFF, JR.

Date:

February 14, 2005.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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