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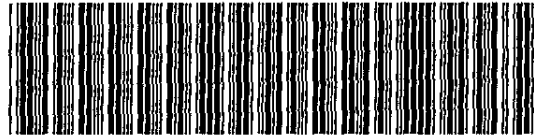
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL 32307

MD3/9

**W R BROWN ENTERPRISES INC
5185 MAYFLOWER STREET
PORT ST JOHN, FLORIDA 32927**

FEBRUARY 23, 2005

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: W R BROWN ENTERPRISES 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 REGISTERED AGENT.
2. OUR CHECK IN THE AMOUNT OF \$87.50 TO COVER THE FILING FEE.
3. DESIGNATION OF REGISTERED 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.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

SINCERELY,
W R BROWN ENTERPRISES INC


WILLIAM R BROWN

ARTICLES OF INCORPORATION OF
W R BROWN ENTERPRISES INC

THE UNDERSIGNED INCORPATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:
W R BROWN ENTERPRISES INC

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

THE PRINCIPAL OFFICE OF THE CORPORATION IS LOCATED AT **5185 MAYFLOWER STREET PORT ST JOHN, FLORIDA 32927** THE MAILING ADDRESS OF THE CORPORATION IS THE SAME.

ARTICLE III. PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV. SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE 5000 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES"

ARTICLE V. INITIAL OFFICERS/ DIRECTORS

THIS CORPORATION SHALL HAVE ONE INITIAL OFFICER AND ONE BOARD OF DIRECTOR MEMBER. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OF DIMINISHED FROM TIME TO TIME BY THE BYLAWS BUT NEVER SHALL BE LESS THAN ONE.

THE NAME AND ADDRESS OF THE INITIAL OFFICER IS:

WILLIAM R BROWN
5185 MAYFLOWER STREET
PORT ST JOHN, FLORIDA 32927

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TALLAHASSEE, FLORIDA

ARTICLE VI. REGISTERED AGENT

THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED AGENT
IS: LOUIS VENUTI
400 ORANGE STREET
TITUSVILLE, FLORIDA 32796

ARTICLES VII. INCORPORATOR

THIS CORPORATION SHALL HAVE ONE INCORPORATOR.
THE NAME AND ADDRESS OF THE INCORPORATOR OF THIS
CORPORATION IS:

WILLIAM R BROWN
5185 MAYFLOWER STREET
PORT ST JOHN, FLORIDA 32927

ARTICLE VIII. 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.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES
OF INCORPORATION THIS 23ND DAY OF FEBRUARY 2005


WILLIAM R BROWN

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS 607.0501 OR 617.0501, FLORIDA
STATUTES, 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:
W R BROWN ENTERPRISES INC

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND
IS:
LOUIS VENUTI
400 ORANGE STREET
TITUSVILLE, FLORIDA 32796

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, 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.



LOUIS VENUTI
FEBRUARY 23, 2005