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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

2005 MAR 14 PM 2: 12

March 15, 2005

UCC FILING & SEARCH SERVICES

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Ref. Number: W05000013432

We have received your document for LAWRENCE ASSOCIATES INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF INCORPORATION OF

RICK LAWRENCE INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, as particularly set forth in Chapter 607, Florida Statutes, as last amended, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is: RICK LAWRENCE INC.

ARTICLE II. DURATION

The duration of the Corporation is perpetual.

ARTICLE IIL PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act as last amended. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One dollar (\$1.00) per share.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation at its initial registered office and the street address of the initial Registered Office of the Corporation is: C. RICHARD

LAWRENCE, 1813 Everest Parkway, Cape Coral, Florida 33904

ARTICLE VI. ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the corporation, which is the it's mailing address is: 1813 Everest Parkway, Cape Coral, Florida 33904.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial directors of the Corporation are:

C. RICHARD LAWRENCE 1813 Everest Parkway, Cape Coral, FL 33904.

PAMELA A. LAWRENCE, 1813 Everest Parkway, Cape Coral, FL 33904

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is C. RICHARD LAWRENCE, 1813 Everest Parkway, Cape Coral, Florida 33904

ARTICLE IX. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Any right conferred upon the Shareholders is also subject to this reservation of the right to amend or repeal

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and former Directors, to the full extent permitted by law.

ARTICLE XI. BYLAWS

The power to adopt, alter amend and repeal the Bylaws shall be vested in the Board of Directors of the Corporation, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand to be set this <u>O</u> th day of March, 2005.

C. RICHARD LAWRENCE

Richard Scott Barker
Commission # DD337153
Expires July 12, 2006

STATE OF FLORIDA) COUNTY OF LEE)

The foregoing instrument was acknowledged before me this <u>10</u> th day of March 2005 by C. RICHARD LAWRENCE who is personally known to me or who provided as identification

Notary Public

My commission expires

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Rick Lawrence Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position as set out in Section 607.0501, Florida Statutes as last amended.

C. RICHARD LAWRENCE

(1) Every Florida corporation and every foreign corporation now qualified or hereafter qualifying to transact business in this state shall designate a registered agent and registered office in accordance with chapter 607.

(2) Every corporation shall keep the registered office open from 10 a.m. to 12 noon each day expect Saturdays, Sundays, and legal holidays, and shall keep one or more registered agents on whom process may be served at the office during these hours. The corporation shall keep a sign posted in the office in some conspicuous place designating the name of the corporation and the name of its registered agent on whom process may be served.

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