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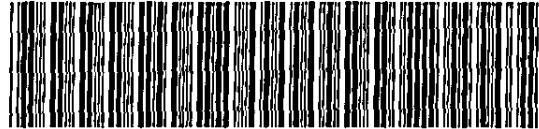
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STATE
TALLAHASSEE, FLORIDA

05 APR 19 PM 2:43

FILED

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BLK

ROY E. DEZERN
ATTORNEY AT LAW
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JACKSONVILLE, FLORIDA 32202-3191

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April 15, 2005

Honorable Glenda Hood
Secretary of State
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32399-250

Re: Articles of Incorporation of Purple Apple, Inc.

Dear Sir:

Enclosed herewith please find the original and two (2) copies of the Articles of Incorporation to be filed by your office concerning the above described corporation.

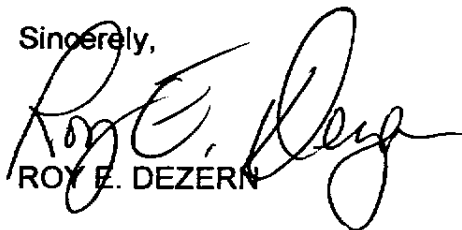
In addition, enclosed please find firm account check for payment of the following:

Filing Fee	35.00
Certificate of Resident Agent	35.00
Certified copy of Articles	<u>52.50</u>
Total	122.50

I would appreciate your returning a certified copy of the Articles of Incorporation.

Thank you for your prompt attention to this matter.

Sincerely,


ROY E. DEZERN

RED\cd

Enclosures

cc: Stephen Doerr

ARTICLES OF INCORPORATION
OF
PURPLE APPLE, INC.

FILED
05 APR 19 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, Stephen E. Doerr, to these Articles of Incorporation, being a natural person competent to contract, desiring that he be incorporated for such purpose so hereby makes, executes and adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be Purple Apple, Inc.

ARTICLE II

The general powers of this corporation shall be as follows:

- A. All corporate powers as specifically set forth in Section 607.0302, Florida Statutes.
- B. To operate, conduct, carry on and engage in any other business or businesses not prohibited by law.
- C. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state

fair or exposition.

D. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

E. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

F. To purchase the corporate assets of any other corporation and engage in the same manner or other character of business.

G. To guarantee, endorse, purchase, hold, sell, transfer mortgages, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

H. The foregoing clauses shall be construed both as objects and powers, and it is expressly provided that the foregoing enumeration of specific powers and objects shall not be held to restrict or limit in any manner the general powers or objects of this corporation. In general, to carry on any other business in connection with or related or incidental to the foregoing permitted by law; to have and exercise all the

powers conferred by the present or future laws of the State of Florida upon corporations formed for any or all of the purposes aforesaid.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, of the par value of Ten and No/100 Dollars (\$10.00) per share.

The whole or any part of the authorized capital shares may be issued for such consideration having a value not less than the par value of the shares issued therefore as is determined from time to time by the Board of Directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is Five Hundred and No/100 Dollars (\$500.00).

ARTICLE V

This corporation shall have and continuously maintain in this state:

- A. A registered office, the initial registered office is designated as Purple Apple, Inc., 608 10th Avenue North, Jacksonville Beach, Florida 32250.
- B. A registered agent, the initial registered agent is Stephen E. Doerr, whose business office is located at 608 10th Avenue North, Jacksonville Beach, Florida 32250.

The Board of Directors may from time to time change its registered office or its registered agent pursuant to Section 607.0502, Florida Statutes.

ARTICLE VI

This corporation shall have perpetual existence and the commencement of the

corporate existence shall be at the time of the filing of this Articles of Incorporation by the Department of State, State of Florida.

ARTICLE VII

The corporation shall have one (1) Director initially. The number of directors may be increased from time to time by the By-Laws adopted by the stockholders.

ARTICLE VIII

The name and address of the member of the initial Board of Directors of this corporation, who, subject to the provisions of Florida, will hold office for the first year of the corporation's existence, or until the successors are elected and have qualified, is as follows:

Stephen E. Doerr	608 10 th Avenue North Jacksonville Beach, FL 32250
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ARTICLE IX

The name and address of the incorporator of this corporation is as follows:

Stephen E. Doerr	608 10 th Avenue North Jacksonville Beach, FL 32250
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ARTICLE X

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 a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The name and address of the officers who shall conduct the business of the corporation until those elected at the first annual election shall be qualified are as follows:

President/Treasurer - Stephen E. Doerr	608 10 th Avenue North Jacksonville Beach, FL 32250
Vice President/Secretary - Dianna Doerr	608 10 th Avenue North Jacksonville Beach, FL 32250

ARTICLE XII

The corporation shall not have more than thirty-five (35) stockholders and otherwise shall fulfill the requirements necessary for it to elect to become an "electing small business corporation" under Subchapter S of the Internal Revenue Code and the stock of this corporation qualifies as small business stock under Internal Revenue Code §1244.

ARTICLE XIII

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Jacksonville, Duval County, Florida, this 14th day of April, 2005.

 (SEAL)
STEPHEN E. DOERR

STATE OF FLORIDA

COUNTY OF DUVAL

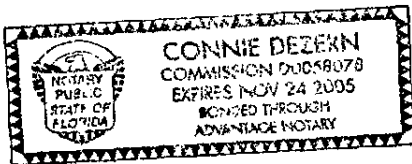
The foregoing instrument was acknowledged before me this 14th day of

March
~~February~~, 2005, by STEPHEN E. DOERR, who did/did not take an oath and who:
April

☒ is personally known to me.

☐ produced current Florida Drivers License as identification.

☐ produced _____ as identification.



Connie DeZern
Notary Public

Name of Notary Typed,
Printed or Stamped

Commission No. _____

Commission Expires: _____

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

Pursuant to Chapter 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That Purple Apple, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville Beach, County of Duval, State of Florida, has named Stephen E. Doerr located at 608 10th Avenue North, County of Duval, City of Jacksonville Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

(Resident Agent)