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Law Offices of
RICHARD SPICE WHEELER
a professional association

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November 2, 2005

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Geneva General Store, Inc.

Dear Sir/Madam:

Enclosed are two executed originals of the Articles of Incorporation of Geneva General Store, Inc., and a Certificate Designating Registered Agent. One original is for filing and the other for returning a certified copy to me.

Also enclosed is my firm's check for \$87.50 representing the \$35.00 fee for filing the Articles, the \$35.00 fee for filing the Certificate, \$8.75 for a certified copy, and \$8.75 for a Certificate of Status.

Very truly yours,



Richard S. Wheeler

RSW:jd
State110205.ltr
enclosures

**ARTICLES OF INCORPORATION
OF
GENEVA GENERAL STORE, INC.**

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**ARTICLE I
NAME**

The name of this corporation is GENEVA GENERAL STORE, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II
DURATION**

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

**ARTICLE III
PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now exists or may hereafter be amended.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue One Thousand (1,000) shares of common stock having no par value, which shall be designated as "Common Shares."

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS; INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal place of business of the Corporation is 155 West State Road 46, Geneva, FL 32732. The initial registered office of the Corporation is 2265 Lee Road, Suite 117, Winter Park, Florida 32789, and the name of the initial registered agent of the Corporation at that address is RICHARD SPICE WHEELER, ESQ.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The Corporation shall have an initial Board of Directors consisting of two (2) Directors, whose names and addresses are:

Michael T. Crowthers
108 Peacehill Place
Geneva, FL 32732

William J. Burke
190 Peacehill Place
Geneva, FL 32732

The number of Directors may be either increased or decreased from time to time by the by-laws. However, there shall never be less than one (1) Director nor more than five (5) Directors.

ARTICLE VII
INCORPORATORS

The name and address of the Incorporators signing these Articles are: Michael T. Crowthers, 108 Peacehill Place, Geneva, FL 32732, and William J. Burke, 190 Peacehill Place, Geneva, FL 32732.

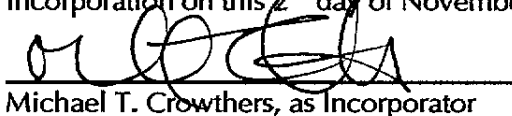
ARTICLE VIII
INDEMNIFICATION

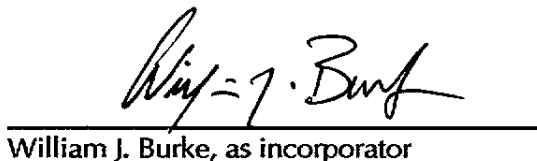
The Corporation shall indemnify any officer, director or employee (or any former officer, director or employee) of the Corporation to the fullest extent permitted by law.

ARTICLE IX
AMENDMENT

The Corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 2nd day of November, 2005.


Michael T. Crowthers, as Incorporator


William J. Burke, as incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

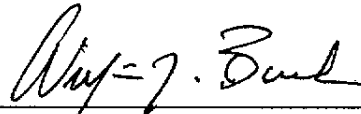
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted;

GENEVA GENERAL STORE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 155 West State Road 46, Geneva, FL 32732, has named RICHARD S. WHEELER, ESQ., located at 2265 Lee Road, Suite 117, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

Dated this 2nd day of November, 2005.



Michael T. Crowthers, as Incorporator



William J. Burke, as incorporator

Having been named the agent to accept service of process for the above 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.



Richard S. Wheeler, as Registered Agent

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