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I. E. WHISNANT

Attorney at Law 2424 Manatec Avenue, W., Ste 101 Bradenton, Florida 34205

Phone: 941-747-5003

Fax: 941-746-2910

December 14, 2005

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: CONN ENTERPRISES, INC.

Gentlemen:

Enclosed herewith please find the following pertaining to the formation of

- A. Original Articles of Incorporation.
- B. Copy of Articles of Incorporation.
- C. Check in the amount of \$78.75 to cover the following:

Filing Fee		\$ 35.00
Certified Copy fee		8 . 75
Registered Agent Fee		35.00
		=====
	TOTAL	\$ 78.75

After the original Articles of Incorporation have been filed, it would be appreciated if you would return the copy to us indicating certification.

If you have any other requirements, please telephone or otherwise advise.

Very truly yours,

I. E. WHISNANT

IEW/mr

Encls: as stated



December 20, 2005

I.E. WHISNANT, ESQ. 2424 MANATEE AVENUE, W., STE 101 BRADENTON, FL 34205

SUBJECT: CONN ENTERPRISES, INC.

Ref. Number: W05000055813

We have received your document for CONN ENTERPRISES, INC. and your check(s) totaling \$78.75. 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.

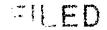
An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2006 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring Document Specialist New Filing Section

Letter Number: 205A00072872



ARTICLES OF INCORPORATION

OF

CONN VENTURES, INC.

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WERE TARY OF STATE GALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the Corporation shall be CONN VENTURES, INC.

ARTICLE II - BEGIN EXISTENCE

The existence of the Corporation shall begin on January 1, 2006.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - REGISTERED OFFICE

The street address of the principal office of the Corporation is 2520 57th Street, East, Bradenton, FL 34208.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000), par value .01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - REGISTERED AGENT

The initial street address of the Corporation's registered office is 2520 57th Street, East, Bradenton, FL 34208. The initial registered agent for the Corporation is ROBERT K. CONN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

NAMES

ROBERT K. CONN

ADDRESSES

2520 57th Street, East Bradenton, FL 34208 ROBERT W. CONN

2520 57th Street, East Bradenton, FL 34208

ARTICLE VIII - INCORPORATOR

The names and street addresses of the persons signing these Articles of Incorporation are:

Names

Addresses

ROBERT K. CONN

2520 57th Street, East Bradenton, FL 34208

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI - 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 shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on ____/4_ day of December, 2005.

ROBERT K. CONN INCORPORATOR

STATE OF FLORIDA)
COUNTY OF MANATEE)

The foregoing instrument was acknowledged before me this it day of December, 2005, by ROBERT K. CONN, who is personally known to me ______, or who produced , as identification.

(Signature of Notary Public - State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CONN VENTURES., INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Dated: December 12, 2005.

ROBERT K. CONN

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