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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

# Costin and Costin

ATTORNEYS AT LAW  
413 WILLIAMS AVENUE  
PORT ST. JOE, FLORIDA 32456  
TELEPHONE (850) 227-1159  
FAX: (850) 229-6957

**Charles A. Costin**

Cecil G. Costin, Jr.  
(1923 - 1990)

Mailing Address:  
Post Office Box 98  
Port St. Joe, FL 32457-0098

January 31, 2006

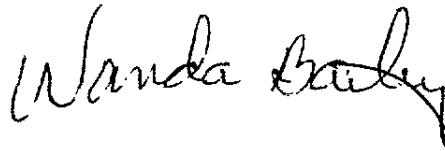
Florida Department of State  
Corporate Division  
Post Office Box 6327  
Tallahassee, FL 32314

Re: C. Rich & Associates, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience. I have enclosed a check in the amount of \$78.75 to cover the fees.

Sincerely,



Wanda Bailey

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

C. RICH and ASSOCIATES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "C. RICH and ASSOCIATES, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is consulting and any other lawful purposes. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

SECRETARY  
TALLAHASSEE, FLORIDA

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ARTICLE IV  
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V  
Initial Registered Office and Agent

The mailing address of the initial office of this corporation is 104 Monica Dr., Port St. Joe, Florida 32456. The physical address is 104 Monica Dr., Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Charles A. Costin at 413 Williams Avenue, Port St. Joe, Florida 32456.

ARTICLE VI  
Initial Board of Directors and Officers

The company shall have one (1) directors initially. The executive positions (officers) of the directors are set forth herein below and their respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholders. The names and addresses of the initial directors and officers are:

Carlton E. Rich	President/Vice-President/ Secretary/Treasure
104 Monica Dr.	
Port St. Joe, Florida	32456

ARTICLE VII  
Incorporators

The name and address of the incorporator signing these articles is:

Carlton E. Rich  
104 Monica Dr.  
Port St. Joe, Florida 32456

**ARTICLE VIII**

**By-Laws**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

**ARTICLE IX**

**Initial Shareholders**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Carlton E. Rich	100 shares common stock
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**ARTICLE X**

**Powers**

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

**ARTICLE XI**

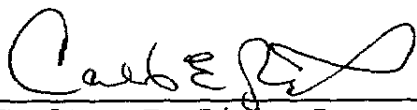
**Amendment**

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 and

any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 31<sup>st</sup> day of January, 2006.

C. RICH and ASSOCIATES, INC.

By:   
Carlton E. Rich, Incorporator

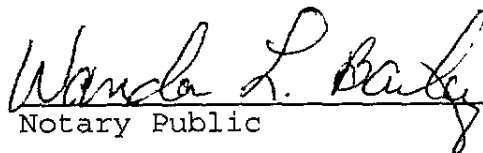
STATE OF FLORIDA  
COUNTY OF GULF

BE IT REMEMBERED that on this 31<sup>st</sup> day of June, 2001, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **CARLTON E. RICH**, who is personally known to me or who produced \_\_\_\_\_ as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporators and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Wanda L. Bailey  
MY COMMISSION # DD240198 EXPIRES  
August 11, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the

following is submitted in compliance with said act:

First, that C. RICH and ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named CHARLES A. COSTIN, 413 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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



CHARLES A. COSTIN

Registered Agent  
413 Williams Avenue  
Port St. Joe, FL 32456

STATE  
TALLAHASSEE, FLORIDA

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