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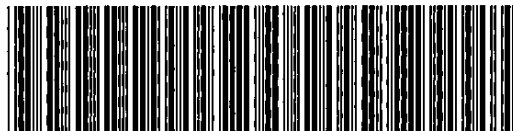
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CLERK OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

LAW OFFICES

**ROSE, SUNDSTROM & BENTLEY, LLP**

2548 BLAIRSTONE PINES DRIVE  
TALLAHASSEE, FLORIDA 32301

(850) 877-6555

FAX (850) 656-4029

www.rsbatorneys.com

FREDERICK L. ASCHAUER, JR.  
CHRIS H. BENTLEY, P.A.  
ROBERT C. BRANNAN  
DAVID F. CHESTER  
F. MARSHALL DETERDING  
JOHN R. JENKINS, P.A.  
STEVEN T. MINDLIN, P.A.  
CHASITY H. O'STEEN  
DAREN L. SHIPPY  
WILLIAM E. SUNDSTROM, P.A.  
DIANE D. TREMOR, P.A.  
JOHN L. WHARTON

ROBERT M. C. ROSE, (1924-2006)

CENTRAL FLORIDA OFFICE

SANLANDO CENTER

2180 WEST STATE ROAD 434  
SUITE 2118

LONGWOOD, FLORIDA 32779

(407) 830-6331

FAX (407) 830-8522

MARTIN S. FRIEDMAN, P.A.

VALERIE L. LORD

BRIAN J. STREET

January 10, 2007

**VIA HAND DELIVERY**

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

Re: Leaner, Inc.  
Our File No. 41068.01

Dear Sir/Madam:

Attached for filing are the following:

1. Articles of Incorporation of Leaner, Inc.; and
2. Certificate of Designation-Registered Agent/Registered Office ;

I am also enclosing my firm's check in the amount of \$78.75, which represents the filing fee. Please call me with any questions.

Sincerely,

ROSE, SUNDSTROM & BENTLEY LLP



Daren L. Shippy  
For the Firm

DLS:der

Attachments

cc: Tom & Bonnie Bartlett

G:\Bartlett, Tom & Bonnie\Department of State ltr.wpd

**ARTICLES OF INCORPORATION**

**OF**

**LEANER, INC.**

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07 JAN 10 AM 2:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person acting as incorporator of a corporation (the "Corporation") under the laws of the State of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation is Leaner, Inc.

**ARTICLE II**

The street and mailing address for the Corporation is 3725 Overlook Drive, Tallahassee, Florida 32311.

**ARTICLE III**

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV**

The aggregate number of shares that the Corporation shall have the authority to issue is one thousand shares of common stock with \$1.00 par value. Changes in the capital structure shall be made in accordance with Florida law.

**ARTICLE V**

The initial board of directors shall consist of two members, whose names and addresses are:

Name

Address

Tom Bartlett

3725 Overlook Drive  
Tallahassee, Florida 32311

Bonnie Bartlett

3725 Overlook Drive  
Tallahassee, Florida 32311

ARTICLE VI

The name and street address of the Corporation's initial registered agent are:

Daren L. Shippy, Esquire  
Rose, Sundstrom & Bentley, LLP  
2548 Blairstone Pines Drive  
Tallahassee, Florida 32301

ARTICLE VII

The name and address of the Corporation's incorporator are Daren L. Shippy, Rose, Sundstrom & Bentley LLP, 2548 Blairstone Pines Drive, Tallahassee, Florida 32301.

ARTICLE VIII

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

The undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of January, 2007.



Daren L. Shippy  
Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of Sections 607.0501, Florida Statutes, the corporation designated below, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is Leaner, Inc.

The name and street address of the registered agent is:

Daren L. Shippy, Esquire  
Rose, Sundstrom & Bentley, LLP  
2548 Blairstone Pines Drive  
Tallahassee, Florida 32301

HAVING BEEN NAMED AS REGISTERED AGENT AND HAVING AGREED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

  
Daren L. Shippy, Esquire  
Dated: January 10, 2007

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA