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SECRETARY OF STATE LLAHASSEE, FLORIDA

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JUL -9 2009 D. A. WHITE **LAW OFFICES**

FRANK J. YONG, P.A.

4575 ST. JOHNS AVENUE, SUITE 4 JACKSONVILLE, FLORIDA 32210

FRANK J. YONG

July 7, 2009

TELEPHONE (904) 381-1901 TELECOPIER (904) 381-1970 E-MAIL fjyong@ yahoo.com

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Jerry & Laura Smith, Inc.; and

Maymarj Investments, L.P.

Dear Sir/Madam:

Enclosed for filing are one original and one copy of the Articles of Incorporation and Certificate of Limited Partnership and a Certificate Designating Registered Agent for each referenced entity. Also, enclosed is this firm's check in the amount of \$1078.75 in payment of your filing fees for the two entities. Please return one filed copy of the Articles of Incorporation and Certificate of Limited Partnership to me in the envelope provided.

Thank you for your attention to this matter and please do not hesitate to contact me should you have questions.

Vęry truly yours,

Traci Venable Legal Assistant

/tiv Enclosures

ARTICLES OF INCORPORATION OF

FILED

JERRY & LAURA SMITH, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Jerry & Laura Smith, Inc.

ARTICLE II

Addresses:

The principal office and mailing address of the corporation shall be:

Principal Address:

Mailing Address:

11318 Creek Drive Alachua, Florida 32615 623 Turkey Creek Alachua, Florida 32615

ARTICLE III

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

Capital stock

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1:00 per share.
- (b) <u>Restrictions on Transfer of Stock</u>. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 11318 Creek Drive, Alachua, Florida 32615, and the name of the initial registered agent of this corporation at that address is Jerry M. Smith.

ARTICLE VII

Directors

- (a) <u>Number</u>. This corporation shall have no directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of this corporation is:

Jerry M. Smith 11318 Creek Drive Alachua, Florida 32615

ARTICLE IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles the day of _______, 2009.

Jerry M. Smith, Incorporator

STATE OF FLORIDA COUNTY OF ALACHUA

TRACI VENABLE

The foregoing instrument was acknowledged before me this ______ day of ______, 2009, by Jerry M. Smith, who is personally known to me and who took an oath.

NOTARY PUBLIC

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

Jerry & Laura Smith, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates Jerry M. Smith as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 11318 Creek Drive, Alachua, Florida 32615.

DATED this 3rd day of July, 2009.

Jerry W. Smith, Incorporator

Having been named as registered agent 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, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 3rd day of July, 2009.

Jerry M. Smith, Registered Agent

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SECRETARY OF STATE