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(Requestor's Name)

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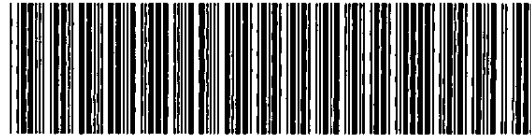
(Business Entity Name)

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TALLAHASSEE, FLORIDA

VH

BRASHEAR, MARSH & ASSOC. P.L.

C o u n s e l o r s A t L a w

926 N.W. 13TH STREET
GAINESVILLE, FL 32601-4140
TELEPHONE: 352/336-0800
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BRUCE BRASHEAR, JD
LARRY D. MARSH, JD, LLM*
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LISA C. ELLIOTT, JD
REBECCA L. A. WOOD, JD

**Florida Bar Board Certified Tax Lawyer*

June 14, 2012

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314

RE: CAROLINA INDUSTRIAL RESOURCES, INC.

Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$78.75 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	8.75

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR, MARSH & ASSOC., P.L.

By: 

Carrie Fagan, Paralegal

ARTICLES OF INCORPORATION
OF
CAROLINA INDUSTRIAL RESOURCES, INC.

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TALLAHASSEE, FLORIDA

A Florida Corporation

ARTICLE 1

NAME

The name of this corporation is: Carolina Industrial Resources, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 2,000 shares of common voting stock having no par value per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 1 Sebastian Avenue, St. Augustine, Florida 32084. The name and address of the initial registered agent of the corporation is John Sundeman, 1 Sebastian Avenue, St. Augustine, Florida 32084.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is two and the name and address of each person who is to serve as a member thereof are as follows:

Margaret P. Hoyle,
252 Pinehurst Pointe Drive
St. Augustine, Florida 32092

Elaim T. Hoyle
252 Pinehurst Pointe Drive
St. Augustine, Florida 32092

The number of directors may be changed from time to time in accordance with the bylaws.

ARTICLE 7

INCORPORATORS

The names and addresses of the incorporators and subscribers to 2,000 shares of the common voting stock of this corporation are as follows:

Margaret P. Hoyle,
252 Pinehurst Pointe Drive
St. Augustine, Florida 32092

Elaim T. Hoyle
252 Pinehurst Pointe Drive
St. Augustine, Florida 32092

IN WITNESS WHEREOF, the undersigned incorporators do hereby execute and acknowledge these articles this 12 day of June, 2012.

Margaret P. Hoyle
Margaret P. Hoyle

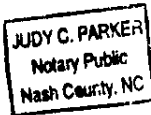
Elaim T. Hoyle
Elaim T. Hoyle

STATE OF FLORIDA
COUNTY OF ST JOHNS

The foregoing instrument was acknowledged before me this 12th day of June, 2012, by Margaret P. Hoyle and Eliam T. Hoyle, who are personally known to me or have produced North Carolina Drivers License as identification.

NOTARY PUBLIC – State of Florida

(Seal)



Judy C. Parker
(Signature)

JUDY C. PARKER
(Print, type, or stamp commissioned name of Notary Public)

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091, Florida Statutes, Carolina Industrial Resources, Inc., hereby designates John Sundeman, 1 Sebastian Avenue, St. Augustine, Florida 32084, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

CAROLINA INDUSTRIAL RESOURCES, INC.

By: Margaret P. Hoyle
Margaret P. Hoyle
Incorporator

By: Eliam T. Hoyle
Eliam T. Hoyle
Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of Carolina Industrial Resources, Inc., for service of process within the State of Florida.

By: John Sundeman
John Sundeman