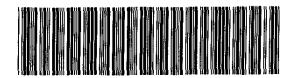
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SECRETARY OF STATE
ALLAHASSEE FI OBIO

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BILL E. PARKER

Attorney at Law

Post Office Box 1131 Crestview, Florida 32536 (850) 682-4820

June 12, 2012

Secretary of State Florida Department of State P.O. Box 6327 Tallahassee, Florida 32301

RE: KELLY ACQUISITIONS, INC.

Gentlemen:

Enclosed is a check in the amount of \$78.75, which includes \$35.00 for the filing fee, \$35.00 for the registered agent fee and \$8.75 for certificate of status. Please return the enclosed copy with certificate attached.

Thank you.

Bill E. Parker

BEP/db Enclosures

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SECRETARY OF STATE AT TALLAHASSEE. FLORIDA

ARTICLES OF INCORPORATION

OF

KELLY ACQUISITIONS, INC.

The undersigned hereby associate themselves together for the purpose of becoming a body corporate under the laws of the State of Florida, and do hereby certify, make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, its Articles of Incorporation, to-wit:

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is **KELLY ACQUISITIONS, INC**. Its principal office shall be located at 2033 W. James Lee Blvd., Crestview, Florida 32536.

ARTICLE II. DURATION OF EXISTENCE

This corporation shall exist perpetually unless terminated by lawful dissolution.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of real estate investing and any other business or activity permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue a maximum of Five Hundred (500) shares of stock. The shares of stock authorized shall have a par value of One (1) Dollar per share, which shall be designated "Common Shares". The consideration to be paid for each share of stock shall be fixed by the shareholders.

ARTICLE V. MANAGEMENT OF CORPORATION

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Shareholders of this corporation. The initial officers of the corporation are listed below and will serve for one year, or until successors are elected.

President - Teresa G. Kelly-Powell 2033 W. James Lee Blvd. Crestview, Florida 32536

ARTICLE VI. ACTION BY WRITTEN CONSENT

Any action required by law, the Articles of Incorporation or the By-Laws of this corporation to be taken at any annual or special meeting of the Shareholders of the corporation or any action which may be taken at any annual or special meeting of such Shareholders, may be taken without a meeting, without prior notice or without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

ARTICLE VII. PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. RESTRICTION OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall contain a provision restricting the transfer of said shares which provides that shares held by the shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE IX. INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is:

Teresa G. Kelly-Powell 2033 W. James Lee Blvd. Crestview, Florida 32536

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is: 2033 W. James Lee Blvd., Crestview, Florida 32536. The name of the initial registered agent of this corporation at that address is: Teresa G. Kelly-Powell

ARTICLE XI. BY-LAWS

The power to adopt, alter, or amend, or repeal by-laws shall be vested in the Shareholders.

ARTICLE XII. AMENDMENTS

The Shareholders shall have the power to alter, amend or repeal any provision of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the Day of June, 2012.

WITNESSES

TERESA G. KELLY PC

STATE OF FLORIDA COUNTY OF OKALOOSA

BEFORE ME, personally appeared TERESA G. KELLY-POWELL known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this Day of June, 2012.

Notary Rublic

My Commission Expires:

Notary Public State of Florida Sharon T Hudgens My Commission DD914163 Expires 09/04/2013

KELLY ACQUISITIONS, INC.

TEACH STANISH OF STANI **ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation in the ounty of Okaloosa, State of Florida. I hereby consent to act in this capacity, and agree to comply with the provision of the law relative to keeping open said office.

2033 W. James Lee Blvd.

Crestview, Florida 32536

STATE OF FLORIDA COUNTY OF OKALOOSA

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The foregoing instrument was acknowledged before me this June_,2012, by TERESA G. KELLY-POWELL, who has produced_

identification or is personally known to me and who did not take an oath.

otary Public

My Commission Expires:

