

JOSEPH DAYTON FOLEY, JR.
A Professional Association
Attorney at Law

Orlando Office:

135 N. Magnolia Avenue, Suite B
Orlando, FL 32801
Telephone: (407) 843-0901

P.O. Box 2827
Orlando, FL 32802
Fax: (407) 248-7779

Jacksonville Office:

2549 Park Street
Jacksonville, FL 32204
Telephone: (904) 387-3997
Fax: (904) 387-2172

Please Reply To:

Orlando

P95000005319

January 12, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100001383281
-01/18/95--01104--003
****122.50 ****122.50

Re: Bailey & Chance, Inc.

Gentlemen:

Enclosed herewith please find the original and a copy of the "Articles of Incorporation of Bailey & Chance, Inc.," and my check in the amount of \$122.50 as the filing fee for this corporation.

Please forward a certified copy of the Articles of Incorporation to my Orlando office. Enclosed for your convenience is a self-addressed, stamped envelope.

Thank you for your courtesy and cooperation with regard to this matter. If you should have any questions or comments, please feel free to contact me at any time.

Very truly yours,

JOSEPH DAYTON FOLEY, JR.
PROFESSIONAL ASSOCIATION

By: 
Joseph Dayton Foley, Jr.

JDF/mcs
Enclosure(s)
cc: Sandi B. Kuhlman
Judith L. Marke

FILED
JAN 18 PM 2:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

B. BROWN JAN 20 1995

**ARTICLES OF INCORPORATION
OF
BAILEY & CHANCE, INC.**

FILED
95 JAN 18 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of this corporation is BAILEY & CHANCE, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

PURPOSE

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

ARTICLE IV

PRINCIPAL OFFICE

The address of the principal office of the Corporation is Bailey & Chance, Inc., 3035 Anastasia Court, Apopka, Florida 32703-5915.

ARTICLE V

CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is Five Thousand (5,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 3035 Anastasia Court, Apopka, Florida 32703-5915. The initial registered agent for the Corporation at that address is Judith L. Marke.

ARTICLE VII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Sandi B. Kuhlman, 3328 Foxwood Drive, Apopka, Florida 32703.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 day of January, 1995.


SANDI B. KUHLMAN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BAILEY & CHANCE, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).

Judith L. Marke
JUDITH L. MARKE

Date: 1-10-95

FILED
95 JAN 18 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOSEPH DAYTON FOLEY, JR.
A Professional Association
Attorney at Law

Orlando Office:

135 N. Magnolia Avenue, Suite B
Orlando, FL 32801
Telephone: (407) 843-0901

P.O. Box 2827
Orlando, FL 32802
Fax: (407) 248-7779

Jacksonville Office:

2549 Park Street
Jacksonville, FL 32204
Telephone: (904) 387-3997
Fax: (904) 387-2172

Please Reply To:

Orlando

May 9 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200001488782
-05/16/95--01093--007
*****35.00 *****35.00

Re: Bailey & Chance, Inc.
Resignation of Registered Agent

Gentlemen:

Enclosed herewith please find the original and a copy of the "Statement of Change of Registered Agent or Registered Office or Both for Corporations" and the "Resignation of Registered Agent" of Judith L. Marke. Also enclosed herewith, please find Bailey & Chance, Inc.'s check number 1008 in the amount of \$35.00 as the fee for this Statement of Change.

Please forward a certified copy of the Statement of Change to my Orlando office. Enclosed for your convenience is a self-addressed, stamped envelope.

Thank you for your courtesy and cooperation with regard to this matter. If you should have any questions or comments, please feel free to contact me at any time.

Very truly yours,

JOSEPH DAYTON FOLEY, JR.
PROFESSIONAL ASSOCIATION

By:


Joseph Dayton Foley, Jr.

JDF/mcs
Enclosure(s)
cc: Sandi B. Kuhlman

RA CM
B. 15.95

995000005319

**STATEMENT OF CHANGE OF REGISTERED AGENT
OR REGISTERED OFFICE OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of FSA § 607.0502, the undersigned corporation organized under the laws of the state of Florida submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. The name of the corporation: BAILEY & CHANCE, INC.
2. The (new) mailing address of the corporation is:
3328 Foxwood Drive
Apopka, Florida 32703
3. Date of incorporation: January 18, 1995.
4. Document number: P95000005319.
5. The name and address of the current registered agent and office:
Judith L. Marke
3035 Anastasia Court
Apopka, Florida 32703-5915
6. If applicable, the name of the new registered agent:
Sandi B. Kuhlman
7. If applicable, the (new) street address of the (new) registered agent:
3328 Foxwood Drive
Apopka, Florida 32703
8. The street address of the corporation's registered office and the business office of its registered agent, as changed, will be identical.
9. Such change was authorized by resolution duly adopted by the board of directors or by an officer so authorized by the board.
10. These changes will be effective upon filing. [OR SPECIFY EFFECTIVE DATE WHICH MAY NOT BE MORE THAN 90 DAYS AFTER THE DOCUMENT IS FILED]

Date: 4/26/95

Sandi B. Kuhlman President
SANDI B. KUHLMAN, President

FILED
MAY 15 AM 10:21
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Sandi B. Kuhlman
SANDI B. KUHLMAN, Registered Agent

4/26/95
Date

FILED
95 MAY 15 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9500005319

JOSEPH DAYTON FOLEY, JR.
A Professional Association
Attorney at Law

Orlando Office:

135 N. Magnolia Avenue, Suite B
Orlando, FL 32801
Telephone: (407) 843-0901
P.O. Box 2827
Orlando, FL 32802
Fax: (407) 246-7779

Jacksonville Office:

2549 Park Street
Jacksonville, FL 32204
Telephone: (904) 387-3997

Fax: (904) 387-2139

Please Reply

Orlando

April 18, 1996

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Bailey & Chance, Inc.
Articles of Dissolution

300001790953
-04/23/96--01119--019
*****35.110 *****35.00

Gentlemen:

Enclosed herewith please find the original and one copy of the "Articles of Dissolution by Board of Directors and Shareholders" of Bailey & Chance, Inc. Also enclosed herewith, please find Sandi Kuhlman's check number 5854 in the amount of \$35.00 as the fee for dissolving this corporation.

Please forward the stamped copy of the Articles of Dissolution to my Orlando office. Enclosed for your convenience is a self-addressed, stamped envelope.

Thank you for your courtesy and cooperation with regard to this matter. If you should have any questions or comments, please feel free to contact me at any time.

Very truly yours,

JOSEPH DAYTON FOLEY, JR.
PROFESSIONAL ASSOCIATION

By: 
Joseph Dayton Foley, Jr.

JDF/mcs
Enclosure(s)
cc: Sandi B. Kuhlman

Voldis

VS MAY 1 1996

ARTICLES OF DISSOLUTION
BY BOARD OF DIRECTORS AND SHAREHOLDERS

FILED
96 APR 22 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to FSA § 607.1403, this corporation submits the following articles of dissolution:

- I. The name of the corporation is:
BAILEY & CHANCE, INC.
- II. The date of incorporation of the corporation:
January 18, 1995
- III. The date the dissolution was authorized:
April 3, 1996
- IV. The dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- V. These articles will be effective on filing.

Date: 4/3/96

Sandi B. Kuhlman President
SANDI B. KUHLMAN, President