CAPITAL CONNECTION, INC.	ol
417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870	5
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302	RE: William and Brenda
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11-2529-7 FONDER'S INC., THOMASVILLE, GA.

Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum. THANK YOU from Your Capital Connection



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 9, 1995

CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET SUITE 1 TALLAHASSEE, FL 32301

SUBJECT: WILLIAM AND BRENDA CARTER, INC. Ref. Number: W9500003032

We have received your document for WILLIAM AND BRENDA CARTER, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please check the date of execution by the incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 095A00005798

FILED

ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE

WILLIAM AND BRENDA CARTER, INC. THAT SEE, FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation under the Florida Business Corporation Act and hereby certifies as follows:

ARTICLE I. CORPORATE NAME.

The name of this corporation, hereinafter referred to "Corporation", is WILLIAM AND BRENDA CARTER, INC. the

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are:

> 7031 State Road 52 Bayonet Point, Florida 34667

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is one hundred (100) shares.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are:

William A. Carter NAME: ADDRESS: 7031 State Road 52

Bayonet Point, Florida 34667

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these Articles of incorporation are:

NAME: William A. Carter ADDRESS: 7031 State Road 52

Bayonet Point, Florida 34667

ARTICLE VI. PURPOSE.

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the Florida Business Corporation Act and the laws of the State of Florida.

ARTICLE VII. DIRECTORS.

The powers of the incorporator are to terminate upon the filing of these Articles of Incorporation and the names and mailing addresses of persons who are to serve as directors until the first meeting of stockholders or until their successors are elected and qualify are as follows:

NAME: William A. Carter ADDRESS: 7031 State Road 52

Bayonet Point, Florida 34667

NAME: Brenda J. Carter ADDRESS: 7031 State Road 52

Bayonet Point, Florida 34667

ARTICLE VIII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned has executed these Articles of Incorporation this 13th day of February, 1995.

William A. Carter

Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept Service of Process for the above stated Corporation, at the place designated herein, I am familiar with the obligations of my position as Registered Agent and I hereby agree to act in this capacity, and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 0-13-95

15accept.doc

William A. Carter