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March 21, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

FILED
95 MAR 30 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: INCORPORATION OF FOXTROT ENTERPRISES, INC.

To whom it may concern:

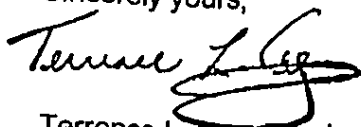
Enclosed herewith is an original and a copy of the **Articles of Incorporation** for the above corporation. In addition, a check in the amount of **\$122.50** is enclosed which represents the following fees:

Filing fee	\$35.00
Fictitious Business Registration	\$52.50
Registered Agent Fee	<u>\$35.00</u>
	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a copy of the undersigned.

Thank you in advance for your courtesy and cooperation.

Sincerely yours,


Terrence L. Ivey, Esquire
FOR THE FIRM

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TLI/

Enclosure

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ARTICLES OF INCORPORATION
OF
FOXTROT ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, both of whom are natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

FOXTROT ENTERPRISES, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is as follows:

This corporation will engage in any activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To produce corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences or indebtedness created by other corporations of the State of

Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is:

THREE COMMON STOCK SHARES

A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, acquisition of other corporations shares or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

D. There shall be no more than three (3) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, associations, or partnerships.

ARTICLE IV

Term of Existence

This corporation is to exist perpetually.

ARTICLE V

Principal Place of Business

The initial street address of the principal office of this corporation is **2899 Seiwick Lane, Jacksonville, Florida 32218**. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI

Directors

The business affairs of the corporation shall be under the direction of the Board of Directors. This corporation shall have **four (4)** director(s) initially who are to serve as Directors until the first annual meeting of the shareholders or until the successor(s) is elected and qualified. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than **three (3)**. Any director may be removed from time to time, with or without cause, by a majority vote of the shareholders having the right and entitled to vote at a meeting called for that purpose. The initial Board of Directors are as follows:

Kiz Pelzer-Fenning
11349 Blossom Ridge Drive
Jacksonville, FL 32218

Erika Pelzer
2899 Selawick Lane
Jacksonville, FL 32218

Claudia McKinnon
2899 Selawick Lane
Jacksonville, FL 32218

Nathaniel Pelzer
2899 Selawick Lane
Jacksonville, FL 32218

ARTICLE VII

Effective Date of Document

Pursuant to Florida Statutes Section 607.0203(1)(b), the effective date of these Articles of Incorporation shall be **within five business days prior** to the date of filing.

ARTICLE VIII

Subscribers

The names and post office addresses of the incorporators of these articles of incorporation are:

Claudia McKinnon
2899 Selawick Lane
Jacksonville, FL 32218

Erika Pelzer
2899 Selawick Lane
Jacksonville, FL 32218

ARTICLE IX

Indemnification

The corporation may be empowered to indemnify any officer or director, while in office, in the manner set out and provided for pursuant to the provisions of Florida Statutes Section 607.0880.

ARTICLE X

Registered Agent

The initial designation of the registered agent office of this corporation shall be **Claudia McKinnon, of 2899 Selawick Lane, Jacksonville, Duval County, Florida 32218.** Pursuant to Florida Statutes Section 607.0501, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity; I am familiar with and accept the duties and responsibilities as registered agent for said corporation which is the corporation established by these articles of Incorporation; I agree to comply with the rules and regulations concerning corporations as established by Statutes of the State of Florida relative to keeping open said office.

Claudia McKinnon
CLAUDIA McKINNON

ARTICLE XI

Amendment

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, **CLAUDIA McKINNON** and **ERIKA PELZER**, the incorporators, have hereunto set their hand and seal this 21st day of March, 1995.

Claudia McKinnon
CLAUDIA McKINNON

STATE OF FLORIDA

COUNTY OF DUVAL

BE IT KNOWN, that on this 21st day of March One thousand nine hundred and ninety-five, A.D. before me, Terry D. Morrison, a Notary Public in and for the State of Florida, a duly commissioned and sworn, dwelling in the **CITY OF JACKSONVILLE**, personally appeared **Claudia McKinnon**, who provided a as a form of identification, and known to me to be the same person described in and who subscribed to these Articles of Incorporation and he/she acknowledged the same to be his/her act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed and affixed my seal of office the day and year last above written.

Terri D. Morrison

Notary Public, State of Florida

Print Notary Name: _____

My Commission Expires: _____

Commission Number: _____



"OFFICIAL SEAL"
Terri D. Morrison
My Commission Expires 9/12/97
Commission #CC 314960

Erika Pelzer
ERIKA PELZER

STATE OF FLORIDA

COUNTY OF DUVAL

BE IT KNOWN, that on this 21st day of March One thousand nine hundred and ninety-five, A.D. before me, Terri D. Morrison, a Notary Public in and for the State of Florida, a duly commissioned and sworn, dwelling in the **CITY OF JACKSONVILLE**, personally appeared **Erika Pelzer**, who provided a as a form of identification, and known to me to be the same person described in and who subscribed to these Articles of Incorporation and he/she acknowledged the same to be his/her act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed and affixed my seal of office the day and year last above written.

Terri D. Morrison

Notary Public, State of Florida

Print Notary Name: _____

My Commission Expires: _____

Commission Number: _____



"OFFICIAL SEAL"
Terri D. Morrison
My Commission Expires 9/12/97
Commission #CC 314980