

ATTORNEY AT LAW

KATHLEEN REYNOLDS

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P95000034645

April 25, 1995

Department of State
Corporations Division
PO Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation and Acceptance of Registered Agent

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation and Acceptance of Registered Agent for Veachview Enterprises, Inc. I have also enclosed the \$70.00 filing fee and a self addressed stamped envelope for your use in returning the filed copies to my office.

If anything further is needed, please let me know.

Sincerely,

Julie A. Sparks

Julie A. Sparks
Paralegal

/jas

Encl.

c: Kerry Veach

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-04/28/95--01092--005
*****70.00 *****70.00

MAY 3 1995 BSB

FILED
95 APR 28 PM 11:02
SECRETARY OF STATE
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION
of
VEACHVIEW ENTERPRISES, INC.

FILED
25 APR 28 PM 4:02
SECRETARY OF STATE
FLORIDA

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

ARTICLE I
Name

The name of this corporation is Veachview Enterprises, Inc.

ARTICLE II
Duration

This corporation shall exist perpetually.

ARTICLE III
Corporate Purpose

This corporation is organized to transact any or all lawful business for which the corporation may be incorporated pursuant to Chapter 607, Florida Statutes, or any other applicable laws of the State of Florida.

ARTICLE IV
Principal Office/Mailing Address

The street address of the initial principal office is 385 Hwy. 98, Suite 102, Destin, FL 32541. The mailing address of the corporation is 385 Hwy. 98, Suite 102, Destin, FL 32541.

ARTICLE V
Capital Stock

This corporation is authorized 500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI
Initial Registered Agent and Office

The street address of the initial registered office of this corporation 127 E. Hwy 98, Suite 3-A, Destin, FL 32541; the name of the initial registered agent of this corporation at that address is P. Colleen Coffield.

ARTICLE VII
Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as provided by the By-laws. Kerry Veach and Adonna L. Veach, 385 Hwy 98, Suite 102 Destin, FL 32541, shall serve as the initial Board of Directors.

ARTICLE VIII
Initial Officers

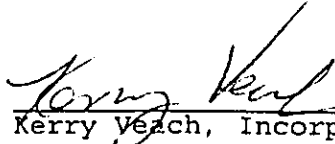
The corporation shall have the following officers; a President and a Vice-President/Secretary/Treasurer. Kerry Veach of 385 Hwy 98, Suite 102, Destin, FL 32541, shall serve as the initial President and Adonna L. Veach of 385 Hwy 98, Suite 102, Destin, FL 32541 shall serve as the initial Vice-President/Secretary/Treasurer.

ARTICLE IX
Incorporators

The name and address of the incorporator is: Kerry Veach, 385 Hwy 98, Suite 102, Destin, FL 32541.

ARTICLE X
Action by Directors Without a Meeting

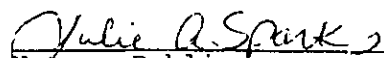
The directors of this corporation may take action by written consent, as provided by law.


Kerry Veach, Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 25th day of April, 1995 by KERRY VEACH, who is personally known to me or who has produced _____ as identification.

WITNESS my hand and seal.


Notary Public
My Commission Expires: 9/10/96

(SEAL)



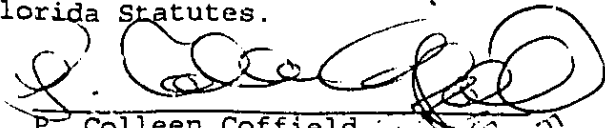
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 607.0505, Florida Statutes, the following is submitted:

FIRST - That VEACHVIEW ENTERPRISES, INC., with its principal place of business at 385 Hwy. 98, Suite 102, Destin, FL 32541, has named P. Colleen Coffield, located at 127 E. Hwy. 98, Suite 3-A, Destin, FL 32541, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Date: 4/25/95


P. Colleen Coffield

FILED
APR 28 PM 4:02
CLERK OF DISTRICT COURT
NORTH DAKOTA