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FILINGS, INC. TERESA RE	OMAN			
(Requestor's Nam				
2805 LITTLE DEAL ROAD				
(Address)				
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NEW FILINGS	AMENDMENTS			
Profit	Amendment			
NonProfit	Resignation of R.A., Officer/D	Director		
Limited Liability	Change of Registered Agent			
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OTHER FILINGS	REGISTRATION/		~ ;	
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Examiner's Initials

### ARTICLES OF INCORPORATION

ARTICL' I - NAME

The name of this corporation is Reeves Holding Company

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: 249 Cambridge Drive Longwood, Florida 32779

ARTICLE III - PUPPOSE

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

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$0.10 par value common stock which shall be designated as "Common Shares".

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or deater. The number of Directors may be increased either or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:
Michael S. Reeves

249 Cambridge Drive, Longwood, Florida 32779

### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

### ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer Director, or any former Officer or Director, to the full extent permitted by law.

### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Da+ed: August 21, 1995

Filings, In . by Teresa Roman, Vice-President

Incorporator

Certificate designating place of business or domicle for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Reeves Holding Company, desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: August 21, 1995

Terasa Roman, Incorporator

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. 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 obligations of my position as registered agent.

Dated: August 21, 1995

Filings, Inc. by Teresa Roman, Vice-President

Alexa Kaplan

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Keidaish & Gasperoni

ATTOWNETS AND COUNSELLORS AT LAW PRILIP P. BEIDAINH, UK.
EMIL A. GAPPERONI, UK.

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September 26, 1995

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Statement of Change of Registered Office and/or Registered Agent of Reeves Holding Company

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Change of Registered Office and/or Registered Agent for the referenced Corporation. Also please find our firm's check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed stamped envelope.

Very truly yours,

Philip F. Keidaish, Jr.

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PFK/cvh Enclosures

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Name of Corporation Reeves Holding Company

Present registered office (before change). 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

New registered office: Suite 800 505 Wekiya Springs Road Longwood, Florida 32779

Present registered agent (before change) Filings

New registered agent:

Philip F. Keidaish, Jr.

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Board of Directors of Dirt Investments, Inc.

Date: August 27 . 1995

Reeves Holding Company

### ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above. I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.

> Philip F. Keidaish, Jr. Registered Agent