# L WILLIAM PORTER II, P.A.

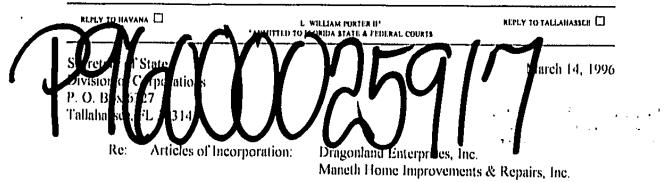
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#### THE PORTER LAW FIRM

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P.O. DRAWER 6023
TALLAHASSER, FIZORDA 32314-6023
TALLAHASSIREVICINITY: (904) 641-2793
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Dear Sir/Madam:

Enclosed please find the following:

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- 1. Three originals of Articles of Incorporation, Certificate Designating Agent, and Acceptance of Designation for **Dragonland Enterprises**, Inc.
- 2. Three originals of Articles of Incorporation, Certificate Designating Agent, and Acceptance of Designation for Maneth Home Improvements & Repairs, Inc.
- 3. Our firm check in the amount of \$144.00 to cover filing fees (no certified copy desired).
- 4. Self-addressed, stamped envelope.

Please return a file-marked copy of each set of articles to us in the enclosed envelope. Thank you for your assistance.

Sincerely,

Kathleen Munden

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Law Clerk

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## ARTICLES OF INCORPORATION

OF.

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# DRAGONLAND ENTERPRISES, INC.

# ARTICLE I -- NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is DRAGONLAND ENTERPRISES, INC., and its principal place of business shall be located at Route 3, Box 3181, Quincy, Florida 32351.

#### **ARTICLE II -- DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

#### ARTICLE III -- PURPOSE

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

#### ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

## **ARTICLE V -- PRE-EMPTIVE RIGHTS**

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

## ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 208 North Main Street, Havana, Florida 32333, and the name of the initial registered agent of this corporation at that address is L. WILLIAM PORTER II.

#### ARTICLE VII -- DIRECTORS

Initially, this corporation shall have one (1) director, who shall serve until her successors shall be elected/appointed at the first meeting of the stockholders, and thereafter this corporation shall have no less than one (1) director, constituting the initial Board of Directors. The number of directors may

be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Ms. Regan Meyers Route 3, Box 3181 Quincy, Florida 32351

#### ARTICLE VIII -- OFFICERS

The name and address of the initial officer of the corporation, who shall serve until her successors shall be elected or appointed, is:

Name

Address

Ms. Regan Meyers President

Route 3, Box 3181 Quincy, Florida 32351

## ARTICLE IX -- INCORPORATOR

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

L. William Porter II 208 North Main Street Havana, Florida 32333

## ARTICLE X -- INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his or her duties as an officer or director as provided in § 607.0831, Florida Statutes (1990).

#### ARTICLE XI -- 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. Articles may be amended at any time by a majority vote of the shareholders.

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

Dated: March 12, 1996.

L. WILLIAM PORTER II, Incorporator

# CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with § 48,091, Florida Statutes, the following is submitted:

First, that DRAGONLAND ENTERPRISES, INC., desiring to organize or qualify under the laws of the State of Florida, has named L. WILLIAM PORTER II, at 208 North Main Street, Havana, Florida 32333, as its agent to accept service of process within Florida.

Dated: March 12, 1996.

D. Willia Port II. WILLIAM PORTER II, Incorporator

#### ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as required gent.

Dated: March 12, 1996.

D. Willia Porte T.
L. WILLIAM PORTER II, Registered Agent