

BODENHAMER & COMPANY, INC.

7380 S.W. 121 Street
Miami, FL 33156
(305) 253-9284

FILED
96 MAR 13 PM 2:58
TALLAHASSEE, FLORIDA

March 11, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-03/13/96--01075--013
*****70.00 *****70.00

RE: New Corporation

Gentlemen,

EFFECTIVE DATE

3-11-96

Enclosed with this letter are the duly authorized and executed Articles of Incorporation of Bodenhamer & Company, Inc. A duplicate copy has also been included with this letter.

My check in the amount of Seventy (\$70) Dollars, payable to the Division of Corporations is attached.

If you need any other data or documentation, please do not hesitate to contact me.

Thanking you in advance for your assistance in this matter.

Very truly yours,

William S. Bodenhamer

William S. Bodenhamer
Bodenhamer & Company, Inc.

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~~6096-5747~~

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 18, 1996

WILLIAM S BODENHAMER
7380 SW 121 STREET
MIAMI, FL 33156

SUBJECT: BODENHAMER & COMPANY, INC.
Ref. Number: W96000005747

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TALLAHASSEE, FLORIDA

We have received your document for BODENHAMER & COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 396A00012069

ARTICLES OF INCORPOATION
OF
BODENHAMER & COMPANY, INC.

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TALLAHASSEE, FLORIDA

3-11-95
Article I - Name

The name of this corporation is: BODENHAMER & COMPANY, INC.

Article II - Duration

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of engaging in any lawful business permitted by the laws of the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue Six Hundred (600) Shares of One Dollar (\$ 1.00) par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the Board of Directors.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation, of the same class or series as that which he already holds, 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 which it is offered to others.

Article VI - Rights of Shareholders

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VII - Initial Registered Office and Agent /Principal

The street address of the initial registered office of this corporation is 7380 S.W. 121 Street, Miami, Florida 33156. The name of the initial registered agent of this corporation at that address is WILLIAM S. BODENHAMER.

Article VIII - Initial Board of Directors

This corporation shall have three (3) Directors initially. The number of directors may be either increased or diminished from time to time by bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

WILLIAM S. BODENHAMER, 7380 S.W. 121 Street, Miami, Florida
33156

OZELIA W. BODENHAMER, 7380 S.W. 121 Street, Miami, Florida
33156

OZELIA B. FOWLER, 9831 S.W. 121 Street, Miami, Florida 33176

Article IX - Incorporator

The name and address of the person signing these Articles is: WILLIAM S. BODENHAMER, 7380 S.W. 121 Street, Miami, Florida 33156

Article X - Bylaws

The power to adopt, alter, amend or repeal the bylaws shall be vested exclusively in the Board of Directors and the shareholders.

Article XI - Management of

Corporation by Shareholders

All Corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation may be managed under the direction of, the shareholders of this corporation.

Article XII - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Florida Chapter 607, et. seq.

Article XIII - Amendment

This corporation reserves the right to amend or repeal in the manner provided by law any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator has hereunto
executed these Articles of Incorporation, this 11 day of
MARCH, 1996.

William S. Bodenhamer
WILLIAM S. BODENHAMER

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared WILLIAM S. BODENHAMER, to me known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
11th day of March, 1996, in the County of Dade and
the State first above written.


Notary Public, S

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
ZERELDA M SPANN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC347861
MY COMMISSION EXP. JAN. 24, 1995

ACCEPTANCE OF DESIGNATED AGENT

The undersigned hereby accepts his designation as the Initial Registered Agent of BODENHAMER & COMPANY, 7380 S.W. 121 Street, Miami, Florida 33156.

William S. Bodenhamer
WILLIAM S. BODENHAMER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Corporate officer & mailing
address will be the same.*

Thank you,

WS Bodenhamer