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FILED

96 APR 15 PM 1:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



TO: JIMMYE L. JONES, JR. 1000000000

FROM: JIMMYE L. JONES, JR. 1000000000

ORDER NO. 1000000000

ORDER NO. 1000000000

ORDER DATE: April 15, 1996

ORDER TYPE: 2514 100

ORDER NO.: 1000000000

CUSTOMER NO.: 1000000000

CUSTOMER: Don Zimmerman, Esq.
DON L. ZIMMERMAN, ESQ.

Suite 311
2123 Northeast Couchman Road
Clearwater, FL 34625-2616

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-04/16/96--01003--019
****122.50 ****122.50

DOMESTIC FILING

NAME: NOBLE VENTURES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

RECEIVED
96 APR 15 PM 4:16
DIVISION OF CORPORATION

216-96

LITTLE, EVANS & ZIMMERMAN, P.A.

ATTORNEYS AT LAW

Thomas C. Little

H. Michael Evans

Don F. Zimmerman

April 12, 1996

FILED
2123 N.E. Coachman Road
96 APR 15 PM 1:18
P.O. Box 5370
SE. Clearwater, Florida 34625
TALLAHASSEE, FL 32301
FAX: (813) 441-2304

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: NOBLE VENTURES, INC.

Gentlemen:

Enclosed are two original Articles of Incorporation for the above-named corporation, along with two original Certificates Designating Place of Business or Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Process May Be Served, for this corporation.

Also, enclosed is our check in the amount of \$122.50, representing the following fees with respect to this corporation:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00

TOTAL	<u>\$122.50</u>
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please file the original of the enclosed Articles of Incorporation and return a certified copy to our office.

Very truly yours,



Don F. Zimmerman

DFZ:li
Enclosures
cc: Mr. Charles P. Mahoney

ARTICLES OF INCORPORATION
OF
NOBLE VENTURES, INC.

FILED
96 APR 15 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE 1: NAME:

The name of this Corporation is: NOBLE VENTURES, INC.

ARTICLE 2: DURATION:

The term of existence of the Corporation is perpetual..

ARTICLE 3: PURPOSE:

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE 4: CAPITAL STOCK:

This Corporation is authorized to issue One Thousand (1000) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT:

A. Principal Place of Business: The principal place of business and/or mailing address of this Corporation is 1700 Clearwater Largo Road, Clearwater, Florida 34616 and its registered office address is 1700 Clearwater Largo Road, Clearwater, Florida 34616.

B. Registered Agent: The name of the initial registered agent of this Corporation at that address is CHARLES P. MAHONEY.

ARTICLE 6: INCORPORATOR:

The name and post office address of the sole incorporator is:

CHARLES P. MAHONEY	391 Meravan Court Palm Harbor, FL 34683
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ARTICLE 7: 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 by the Shareholders, but shall never be less than one (1). The names and addressses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
CHARLES P. MAHONEY	391 Meravan Court Palm Harbor, FL 34683
MARYANN P. MAHONEY	391 Meravan Court Palm Harbor, FL 34683

ARTICLE 8: INDEMNIFICATION:

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 9: ~~AMENDMENT~~:

This Corporation reserves the right to amend or repeal any provisions 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 subscriber has executed these Articles of Incorporation this 10 day of April, 1996.

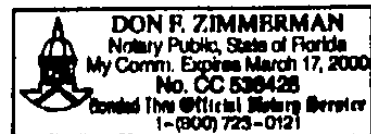
BY: Charles P. Mahoney
CHARLES P. MAHONEY
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10 day of April, 1996, by CHARLES P. MAHONEY, as incorporator of NOBLE VENTURES, INC., a Florida corporation to be formed, who is personally known to me, or who has produced a valid Florida State Driver's License as identification.

Don F. Zimmerman
Signature
DON F. ZIMMERMAN
Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires:

(SEAL)



CERTIFICATE
Designating Place of Business or Domicile
for the
Service of Process Within Florida,
Naming Agent Upon Whom Process May be Served

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TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted with respect to this corporation's replacement Registered Agent:

That NOBLE VENTURES, INC., desiring to organize or qualify under the laws of the State of Florida, with its place of business at 1700 Clearwater Largo Road, City of Clearwater, State of Florida, has named CHARLES P. MAHONEY, located at 1700 Clearwater Largo Road, City of Clearwater, State of Florida, as its agent to accept service of process within Florida.

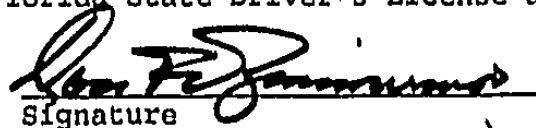
Signature: Charles P. Mahoney
Title: Incorporator
Date: April 10, 1996

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.

Signature: Charles P. Mahoney
Registered Agent
Date: April 10, 1996

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10 day of April, 1996 by CHARLES P. MAHONEY, who is personally known to me, or who has produced a Florida State Driver's License as identification.


Signature

Don F. ZIMMERMAN

Print or Type Name of Notary
Notary Public-State of Florida
My Commission Expires:

(SEAL)

