

P9600008/597

August 27, 1996

Office of the Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

RE: THE PEARCE *Enterprises, Inc.* GROUP, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of the registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your prompt attention to these matters. Please return the letter of acknowledgement to:

JANICE L. PEARCE
900 S.R. 13
JACKSONVILLE, FL 32259

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Janice L. Pearce

Janice L. Pearce

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 16, 1996

JANICE L. PEARCE
900 S.R. 13
JACKSONVILLE, FL 32259

SUBJECT: ~~THE PEARCE GROUP, INC.~~
Ref. Number: W96000019410

ENTERPRISES, Inc.

We have received your document for ~~THE PEARCE GROUP, INC.~~ and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00042794

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~THE PEARCE GROUP, INC.~~
Pearce Enterprises, Inc.

The undersigned, acting as the incorporator of the corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Pearce Enterprises, Inc.

NAME: The name of the corporation is ~~THE PEARCE GROUP, INC.~~

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT: The street address AND telephone number of the initial registered office is 900 S.R. 13, JACKSONVILLE, FLORIDA 32259, (904) 287-1613.

The name of the initial registered agent is JANICE L. PEARCE, who is familiar with the accepts of the duties and responsibilities as Registered Agent for said Corporation.

PRINCIPAL OFFICE AND ADDRESS is the same as the REGISTERED OFFICE.

PRINCIPAL OFFICE is the location where service of process can be accepted.

ARTICLE III

DURATION: The corporation shall have a perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the corporation is to engage in any lawful act or activity for which may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The number of shares authorized shall be 10,000 and the par value of each share is \$1.00.

ARTICLE VI


BOARD OF DIRECTORS: The initial board of directors shall consist of two (1) members. The names and address of these individuals who are to serve as directors is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
JANICE L. PEARCE	900 S.R. 13 JACKSONVILLE, FL 32259
CARL PEARCE	900 S.R. 13 JACKSONVILLE, FL 32259

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is JANICE L. PEARCE, 900 S.R. 13, JACKSONVILLE, FL 32259.

The undersigned being the sole incorporator above signs and acknowledges these articles of Incorporation at Jacksonville, Florida, on the 10th day of SEPTEMBER 1996.


JANICE L. PEARCE
Incorporator and Registered
Agent

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STATE OF FLORIDA

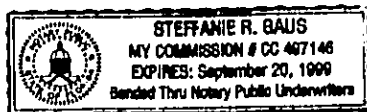
COUNTY OF Duval

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TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared Janice L. Pearce who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the users and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereto set my hand and my official seal, at Jacksonville in said County and State this 10th day of September, 1996.



Stephanie R Gaus
Notary Public, State of Florida