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Mark J. Chmielarski, P.A.
533 Versailles Drive, Suite 100
Maitland, Florida 32751
Tel (407) 647-4141

October 2, 1996

VIA U.P.S. NEXT DAY DELIVERY

The Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: TURTLE-WOLF, INC.

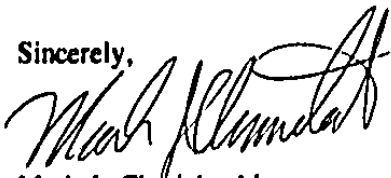
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Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Enclosed please also find the original and one (1) copy of the statement and acceptance as registered agent for such corporation. Finally, enclosed please find a check in the amount of \$122.50 for the filing fees for such corporation.

Please file the enclosed Articles of Incorporation, and return a certified copy to me at the address listed above. If you have any questions, please feel free to contact me at the phone number listed above.

Sincerely,



Mark J. Chmielarski,
as Incorporator

enc. (5)

OCT 8 1996

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FILED
96 OCT -3 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR
TURTLE-WOLF, INC.

FILED

96 OCT -3 AM 11:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ARTICLE I. Name: The name of this corporation shall be Turtle-Wolf, Inc. (hereinafter the "Corporation").
- ARTICLE II. Principal Office and Mailing Address: The principal office and mailing address of the Corporation shall be 1818 Bluff Oak Street, Apopka, Florida 32712.
- ARTICLE III. Authorized Shares: The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock.
- ARTICLE IV. Initial Registered Agent and Address: The name and street address of the initial registered agent for the Corporation is:
- Mark J. Chmielarski, Esquire
533 Versailles Drive, Suite 100
Maitland, Florida 32751
- ARTICLE V. Incorporator: The name and street address of the incorporator for the Corporation is:
- Mark J. Chmielarski, Esquire
533 Versailles Drive, Suite 100
Maitland, Florida 32751
- ARTICLE VI. Initial Board of Directors: The initial Board of Directors of the Corporation shall consist of one (1) director, who is Samuel R. Harris, 11890 Stradford Wood, Roswell, Georgia 30076.

The undersigned hereby executes this instrument this 2nd day of October, 1996, as the incorporator of the Corporation.

By:



Mark J. Chmielarski, as Incorporator

CERTIFICATE OF DESIGNATION FOR
REGISTERED AGENT AND REGISTERED OFFICE FOR
TURTLE-WOLF, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office and registered agent in the State of Florida for the Corporation:

1. The name of the corporation is:

Turtle-Wolf, Inc.
2. The name and street address of the registered agent and the registered agent's office for the Corporation is:

Mark J. Chmielarski, Esquire
533 Versailles Drive, Suite 100
Maitland, Florida 32751

The undersigned hereby executes this instrument this 2nd day of October, 1996, as the incorporator of the Corporation.

By: _____



Mark J. Chmielarski, as Incorporator

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and 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 as registered agent, and I am familiar with and accept the obligations of my position as registered agent.

By: _____



Mark J. Chmielarski, Esquire

Dated this 2nd day of October, 1996.