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Attorneys and Counselors at Law

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Johnie A. McLeod
Raymond A. McLeod
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October 9, 1996

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Secretary of State
Corporate Division
PO Box 6327
Tallahassee, FL 32314

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***122.50 ***122.50

RE: CRS MANAGEMENT CORPORATION

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

| | |
|----------------------|----------|
| Filing Fee | \$35.00 |
| Certified Copy | 52.50 |
| Registered Agent Fee | 35.00 |
| Total | \$122.50 |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Sincerely yours,


Raymond A. McLeod

RAM/jlk

Enclosures

OCT 14 1996

BSB

FILED
96 OCT 10 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CRS MANAGEMENT CORPORATION**

FILED

96 OCT 10 AM 9:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as the Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is **CRS MANAGEMENT CORPORATION**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

The name of the Initial Registered Agent is **SUSAN M McHAFFIE** whose address is 4539 Cemetery Road, Zellwood, Florida 32798 [mailing address Post Office Box 253, Zellwood, Florida 32798-0253] and the principal office is 4539 Cemetery Road, Zellwood, Florida 32798.

ARTICLE VI

This corporation shall have one (1) Director initially, and the number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial Director of this corporation are:

SUSAN M. McHAFFIE
Post Office Box 253
4539 Cemetery Road
Zellwood, Florida 32798-0253

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is SUSAN M McHAFFIE whose address is 4539 Cemetery Road, Zellwood, Florida 32798.

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

Shares of capital stock of this corporation shall be issued initially to the following in the amount set opposite his name:

| <u>NAME</u> | <u>SHARES</u> |
|---|---------------|
| RANDALL A. McHAFFIE and SUSAN M McHAFFIE, his wife | 1,000 |

ARTICLE XII

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLE XIII

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock issued and outstanding.

ARTICLE XIV

If all Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of October, 1996.


SUSAN M. McHAFFIE
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **SUSAN M. McHAFFIE** who is personally known by me to be the person who executed the foregoing Articles of Incorporation of CRS MANAGEMENT CORPORATION as the Incorporator, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this 9th day of October, 1996.

(SEAL)



Raymond A. McLeod
Notary Public

Raymond A. McLeod
Printed Name of Notary

My commission expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **SUSAN M McHAFFIE**, known to me to be the person who accepted designation as Registered Agent on behalf of CRS MANAGEMENT CORPORATION, and she acknowledged before me that she executed this Acceptance of Designation as Registered Agent freely and voluntarily.

Susan M. McHaffie
SUSAN M. McHAFFIE

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 9th day of October, 1996.

Raymond A. McLeod
Notary Public
Raymond A. McLeod
Printed name of Notary
My Commission Expires:



(SEAL)

FILED
96 OCT 10 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[McHAFFIE.ART/10-09-96/RAM]