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DAVID C. LEVENREICH
ATTORNEY AND COUNSELOR AT LAW

FILED

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CLEARWATER, FLORIDA 34616

TELEPHONE: (813) 441-8485
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALSO ADMITTED TO
PRACTICE IN
THE STATE OF TEXAS

October 2, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

800001970328
-10/10/96--01030--004
***122.50 ***122.50

Re: Cherokee Ranch, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 made payable to "Department of State" to cover the filing fee as follows:

\$ 35.00 - Filing Fees
\$ 52.50 - Certified Copy
\$ 35.00 - Registered Agent Designation
\$122.50

Please return the certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL/sb

Enclosures

cc: Ms. Holly Rice via facsimile transmission
r\rice.hol\departme.sta

PK 10/4/96

ARTICLES OF INCORPORATION OF
CHEROKEE RANCH, INC.

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ARTICLE I - Name

The name of this corporation is CHEROKEE RANCH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 6200 90th Avenue N., Pinellas Park, Florida 34766; the mailing address of this corporation is 16604 U.S. Highway 19 N., Clearwater, Florida 34624.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 16604 U.S. Highway 19 N., Clearwater, Florida 34624, and the name of the initial registered agent of this corporation at that address is Holly Rice.

ARTICLE VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Holly Rice	16604 U.S. Highway 19 N., Clearwater, Florida 34624

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Holly Rice, 16604 U.S. Highway 19 N., Clearwater, Florida 34624.

ARTICLE IX - Indemnification

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

ARTICLE X - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of Sept., 1996.

Holly R Rice
Holly Rice

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 30th day of Sept., 1996, by Holly Rice, who is personally known to me or who has produced _____ as identification.

Lili P. Salas
(Name of Notary)
Notary Public
(Serial # of Notary) _____



LILI P. SALAS
My Comm Exp. 6/20/00
Bonded By Service Ins
No. CC564506
() Personally Known () Other () D.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. Section 48.091, CHEROKEE RANCH, INC., desiring to organize under the laws of the State of Florida, hereby designated Holly Rice, located at 16604 U.S. Highway 19 N., Clearwater, Florida 34624, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. Section 48.091(2) relative to maintaining an office for the service of process.

Holly R Rice
Holly Rice