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FLORIDA DIVISION OF CORPORATION
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NAME: WILLIAMS REST-EEZ, INC.

AUDIT NUMBER.....H960000015050

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

OF

WILLIAMS REST-EEZ, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is
"WILLIAMS REST-EEZ, INC."

ARTICLE II

This corporation shall have perpetual existence. The corporation may engage in the transaction of any or all lawful businesses for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is
14920 Dilbeck Drive
Spring Hill FL 34610

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000 (one thousand), all of which shall be Common Shares having a par value of \$1.00. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 14920 Dilbeck Drive, Spring Hill FL 34610. The initial registered agent for the Corporation at that address is Dallas K. Williams.

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ARTICLE VI

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The initial board of directors shall consist of 1 (one) member. The names and address of the persons who will serve on the initial board of directors are:

Dallas K. Williams 14920 Dilbeck Drive, Spring Hill FL 34610

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are
Same as Article VI

ARTICLE VIII

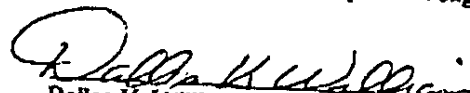
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 24 day of OCT, 19996


Dallas K. Williams

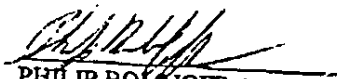
ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for WILLIAMS REST-EEZ, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Dallas K. Williams

Date: OCT 24 - 96

Prepared by:


PHILIP BOKHOFF, JR., ESQ
FL Bar No. 0066559
7281 Sunshine Grove Road
Suite 108
Brooksville FL 34613
(352) 597-0009

SECRET
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