

(SAMPLE LETTER OF TRANSMITTAL)

DATE OCTOBER 30, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32311

Re: MONTEOCHA ENTERPRISES, INC, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


(Individual's Name)

MONTEOCHA ENTERPRISES, INC
(Name of Corporation)

MAILING ADDRESS OF CORPORATION

MONTEOCHA ENTERPRISES, INC

1985 W. DUVAL STREET

LAKE CITY, FLORIDA 32055

PHONE

(352) 375-2448

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

MONTEOCHA ENTERPRISES, INC

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

MONTEOCHA ENTERPRISES, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	1985 W. DUVAL STREET		
CITY	LAKE CITY	FLORIDA	ZIP 32055

Mailing address, if different

STREET ADDRESS	SAME		
CITY	FLORIDA	ZIP	

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	RAYMOND B. MULLINS		
ADDRESS	1985 W. DUVAL STREET		
CITY	LAKE CITY	FLORIDA	ZIP 32055

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TALLAHASSEE FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors 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 names and addresses of the initial director(s) of the corporation are as follows:

NAME	RAYMOND B. MULLINS		
ADDRESS	1985 W. DUVAL STREET		
CITY	LAKE CITY	STATE	FLORIDA ZIP 32055
NAME	CHRISTINE M. ELLIS		
ADDRESS	1421 N.W. 156th. AVENUE		
CITY	GAINESVILLE	STATE	FLORIDA ZIP 32609
NAME	CHARLES A. GASS		
ADDRESS	1985 W. DUVAL STREET		
CITY	LAKE CITY	STATE	FLORIDA ZIP 32055

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	RAYMOND B. MULLINS		
ADDRESS	1985 W. DUVAL STREET		
CITY	LAKE CITY	STATE	FLORIDA ZIP 32055
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this _____ day of _____, 19____

(Signature)

(Signature)

(Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

MONTEOCHA ENTERPRISES, INC

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office
as indicated in the Articles of Incorporation

at 1985 W. DUVAL STREET

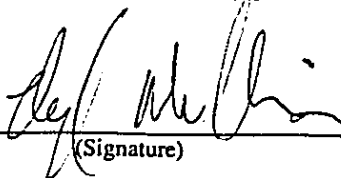
Lake City, Fla. 32055

has named RAYMOND B. MULLINS

located at the aforesaid address, as its registered agent to accept service of process within this
state.

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TALLAHASSEE FLORIDA

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


(Signature)

10/30/96
(Date)