

P96000093005

November 13, 1996

VIA HAND DELIVERY

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

Re: CLOUD & ASSOCIATES, INC.

Dear Sir/Madam:

Enclosed, please find the original and one copy of the Articles of Incorporation prepared for the above named company. Also enclosed is a check in the amount of \$122.50 to cover the cost of this filing.

Filing Fee:	\$35.00
Registered Agent:	\$35.00
Certified Copy of Articles	<u>\$52.50</u>
Total Filing Fee	\$122.50

Beginning date for this corporation is November 13, 1996.

Thank you for your attention in this matter.

Sincerely,

Laurie S. Cloud

Laurie S. Cloud

3111-20 Mahan Dr
Suite 168-B
Tallahassee, FL 32308

FILED
96 NOV 13 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200002003922--6
-11/13/96--01191--024
****122.50 ****122.50

RECEIVED
96 NOV 13 PM 3:04
DIVISION OF CORPORATION

Pick-up

ARTICLES OF INCORPORATION
OF
CLOUD & ASSOCIATES, INC.

FILED
96 NOV 13 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME AND ADDRESS

The name of the corporation shall be:

CLOUD & ASSOCIATES, INC.

The address of the principal office of this corporation shall be 3111-20 Mahan Drive, Suite 168-B, Tallahassee, Florida 32308 and the mailing address of the corporation shall be the same. The director may from time to time move the principal office to any other address in Florida.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to issue or have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV.
REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

Laurie S. Cloud
3111-20 Mahan Drive, Suite 168-B
Tallahassee, Florida 32308

ARTICLE V.
TERM OF EXISTENCE

The corporation's term of existence is perpetual.

ARTICLE VI.
OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Laurie S. Cloud - *Pres.*
3111-20 Mahan Drive, Suite 168-B
Tallahassee, Florida 32308

ARTICLE VII.
BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased from time to time by a resolution adopted by a majority of the shareholders, but shall never be fewer than one. The name and address of the first Board of Directors is:

NAME

ADDRESS

Laurie S. Cloud

3111-20 Mahan Drive, Suite 168-B
Tallahassee, Florida 32308

ARTICLE VIII.
INCORPORATOR

The name and street address of the incorporator to these Articles of
Incorporation is:

Laurie S. Cloud
3111-20 Mahan Drive, Suite 168-B
Tallahassee, Florida 32308

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed
the foregoing Articles of Incorporation this 13th day of November, 1996.

Laurie S. Cloud

Laurie S. Cloud
Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION
OF CLOUD & ASSOCIATES, INC.

I, Laurie S. Cloud, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505 of the Florida Statutes.

Laurie S. Cloud

Laurie S. Cloud
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 13 PM 3:09

FILED

STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, personally appeared, Laurie S. Cloud, who is well known to me to be the person described in and who executed the foregoing Acceptance of Incorporation on Cloud & Associates, Inc., and she acknowledge to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tallahassee in the said County and State this 13th day of November, 1996.

Christopher Coleman

Notary Public

(Seal)

My Commission Expires:

