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LAW OFFICES OF

FERRIN C. CAMPBELL, SR., P.A.

335 N. Main Street

Greenville, Florida 32538-0848

FERRIN C. CAMPBELL, SR.
PERSONAL INJURY & WRONGFUL DEATH

POST OFFICE BOX 848
TELEPHONE (904) 682-5181

November 20, 1996

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

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-11/22/96--01105--010
*****70.00 *****70.00

RE: COPPER'S CREEK FARM, INC.

Please find enclosed herewith the original and one copy of the proposed Articles of Incorporation, original and one copy of the Certificate Designating Registered Office and Registered Agent, and my check in the amount of \$70.00 representing \$35.00 filing fee on the Articles of Incorporation; \$35.00 filing fee on the Certificate Designating Registered Office and Registered Agent. Please conform the copy of the Articles of Incorporation, stamp the date that the Articles are filed in your office, and return to me in the enclosed self-addressed stamped envelope.

If any additional information is required from this office, please call me collect.

Very truly yours,

Ferrin C. Campbell, Sr.
Ferrin C. Campbell, Sr.

FCC/dm
ENCL

FILED
96 NOV 22 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAB 12/2

ARTICLES OF INCORPORATION
OF
COPPER'S CREEK FARM, INC.

FILED
96 NOV 22 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe and acknowledge and this certificate for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is COPPER'S CREEK FARM, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - INITIAL CAPITAL

The amount of capital which this corporation will commence business with shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE IV - STOCK

The amount of capital stock authorized shall be Ten Thousand (10,000) shares of common stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V - CORPORATE EXISTENCE DATE

The corporate existence date of this corporation is the date upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE VI - TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VII - INITIAL STREET ADDRESS AND MAILING ADDRESS
OF CORPORATION

The initial street address in this State of the principal registered office of the corporation is 803 Melton Road, Baker, Florida 32531, and the initial registered agent at said address is Melody T. Tate. The mailing address of the corporation is P. O. Box 284, Baker, Florida 32531.

ARTICLE VIII - ORGANIZATION

This corporation, pursuant to the authority vested in Section 607.0801 and 607.0732(1), Fla. Stat., is to have no board of directors and said corporation shall be managed by its stockholders rather than a board of directors, and the stockholders shall elect the officers and otherwise run the corporation in the place and stead of a board of directors.

ARTICLE IX - SUBSCRIBERS AND INCORPORATORS

The names and street addresses of the subscribers and incorporators of these Articles of Incorporation and the number of shares of stock they are to receive are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Melody T. Tate	P. O. Box 284 Baker, FL 32531	2000

ARTICLE X - OFFICERS

The names and addresses of the initial officers are:

<u>NAME</u>	<u>ADDRESS</u>	
Jeffery E. Thompson	P. O. Box 189 Baker, FL 32531	<u>President</u>
Melody T. Tate	P. O. Box 284 Baker, FL 32531	<u>Secretary/</u> <u>Treasurer</u>

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the stockholders.

ARTICLE XII - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 20th day of November, 1996.

Melody T. Tate
MELODY T. TATE

STATE OF FLORIDA
COUNTY OF OKALOOSA

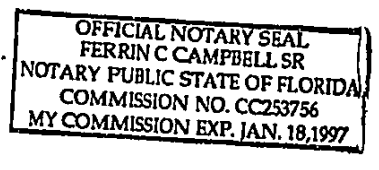
Before me, the undersigned authority, personally appeared Melody T.
Tate, Secretary/Treasurer, well known to me to be the person described in and
who executed the foregoing Articles of Incorporation, and she acknowledged to
me that she executed the same and that the facts therein are true.

WITNESS my hand and official seal this 20th day of November, 1996.

Ferrin C Campbell

NOTARY PUBLIC
MY COMMISSION EXPIRES:

Personally Known ✓ OR Produced Identification
Type of Identification Produced _____



CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT AND ACCEPTANCE

FILED
96 NOV 22 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That COPPER'S CREEK FARM, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the Town of Baker, County of Okaloosa, State of Florida, hereby names Melody T. Tate as its registered agent to accept service of process within this State. The registered office of the corporation is the principal office of the business:

803 Melton Road, Baker, Florida 32531

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said registered office and I am familiar with and accept the obligations of this position.

Melody T. Tate
MELODY T. TATE
REGISTERED AGENT MAINTAINING
REGISTERED OFFICE