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Fabian Bagdes
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904/258-7171
or 258-7441

December 2, 1996

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SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: John C. Eidt, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

FILED
96 DEC -4 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enclosures

DEC - 6 1996

ARTICLES OF INCORPORATION
OF
JOHN C. EIDT, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is JOHN S. EIDT, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to provide paralegal services, tax preparation and counseling services, educational programs, maintenance services, property management, administrative support services and other services for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 639 E. Pennsylvania Avenue, Deland, Florida 32724. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 639 E. Pennsylvania Avenue, Deland, Florida 32724, and the name of the initial registered agent at such address is Mary Ann Eidt.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Joanne Laudicina

23535 Methuen
Warren, Michigan 48091

Catherine E. Woodell

5235 E. 10 Mile Road, #208
Warren, Michigan 48091

ARTICLE NINE
INCORPORATORS

The names and address of the sole incorporator are: Mary Ann Eidt, 639 E. Pennsylvania Avenue, Deland, Florida 32724.

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Joanne Laudicina President/Treasurer	23535 Methuen Warren, Michigan 48091
Catherine E. Woodell Vice President/Secretary	5235 E. 10 Mile Road, #208 Warren, Michigan 48091

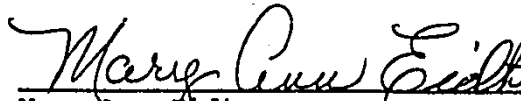
ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 2nd day of December, 1996.


Mary Ann Eidt

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 2nd day of December, 1996, before me, the undersigned authority, appeared MARY ANN EIDT, who is personally known to me or who has produced FL driver's license as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature



MARY ELLEN BAGDES
MY COMMISSION # CC423502 EXPIRES
November 29, 1998
BONDED THRU TROY FAH INSURANCE, INC.

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091,
Florida Statutes.

JOHN C. EIDT, INC., a corporation organizing under the laws of
the State of Florida, with its principal office at 639 E. Pennsyl-
vania Avenue, in the City of Deland, County of Volusia, in the State
of Florida, has named Mary Ann Eidt, who is located at 639 E. Penn-
sylvania Avenue, Deland, Florida, as its registered agent to accept
service of process within the State.

DIRECTOR:

Joanne Laudicina

Catherine E. Woodell

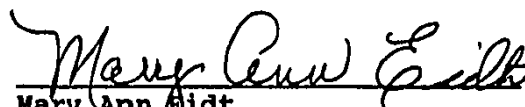
ADDRESS:

23535 Methuen
Warren, Michigan 48091

5235 E. 10 Mile Road, #208
Warren, Michigan 48091

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep
office open during prescribed hours; to post my name (and the names
of any other officers of said corporation authorized to accept
service of process at the above Florida designated address) in some
conspicuous place as required by law.


Mary Ann Eidt

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TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE