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MICHAEL A. SIEFERT
ATTORNEY AT LAW
606 SE 3RD AVENUE
OCALA, FLORIDA 34471
352-732-0141

December 2, 1996

State of Florida
Corporate Record Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/04/96--01110--016
****122.50 ****122.50

RE: ADONAI ET AL, INC. → *Lord of Host and others, Inc.*

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above corporation, together with a check for \$122.50 to cover the following:

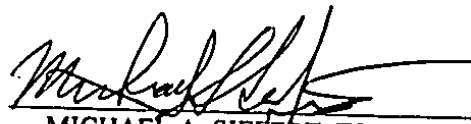
Filing Fee	\$70.00
Certified Copy	\$52.50
Total	\$122.50

Please send a certified copy.

Thank you for your prompt services in this regard. Should you have any questions, feel free to contact me at the above number.

Sincerely,

By:


MICHAEL A. SIEFERT, ESQ.

MAS:jfs
Enclosures

*called Michael, the translation
of the name is Lord of Host and others.*

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
ADONAI ET AL., INC.**

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1. The name of this Corporation is **ADONAI ET AL., INC.** ^{STATE} **FLORIDA**
2. The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.
3. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock, having a par value of \$1.00 per share.
4. This Corporation shall have perpetual existence commencing upon filing of these Articles.
5. The Registered Agent and the street address of the initial registered agent of this corporation in the State of Florida shall be: Michael A. Siefert, 606 SE Third Ave., Ocala, FL 34471, who by signature herein is accepting designation as Resident Agent.
6. The initial stockholders will be as follows:

Ruth Meyer

100 shares

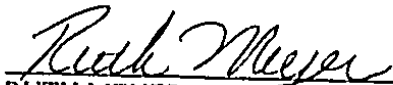
Shares held by each shareholder may not be sold or otherwise transferred to other persons or other entities, except as follows: a) sold back to the corporation at a price agreed to between the seller and the remaining shareholders, or if no price is found agreeable then at a price as determined by an independent appraiser; or b) devised by will to either a surviving spouse, descendant or other member of the immediate household at time of death; or c) to any third party after written consent to such conveyance by a majority vote of the remaining shares of stock. The price, terms, and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this Article. No share shall be conveyed, split, transferred, or given by testamentary devise or otherwise, if such action would violate the federal prescriptions for an S corporation, as provided by law in effect at the time of proposed action.

7. The initial offices and officers shall be as follows:

RUTH MEYER	President
RUTH MEYER	Vice-President
RUTH MEYER	Secretary-Treasurer
8. The business of this corporation shall be managed by the stockholders of the corporation, rather than by a Board of Directors.

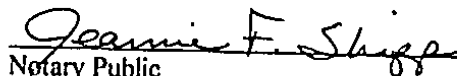
- 9 The corporation may indemnify any officer or employee, or any former officer or employee, to the full extent permitted by law.
- 10 The name and principal street address of the person signing these Articles of Incorporation as the incorporator is: Ruth Meyer, 1601 SW 27th Ave., Apt. 603, Ocala, Florida 34474.
- 11 This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
- 12 The principal place of business shall be 1601 SW 27th Ave., Apt. 603, Ocala, FL 34474.
- 13 The President acting in her sole capacity, has the authority to sign contracts, checks, receipts and otherwise conduct business on behalf of the corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 2nd day of December, 1996.

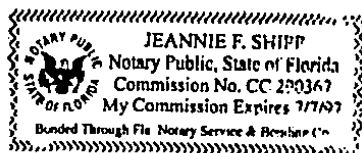

RUTH MEYER, Incorporator

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 2 day of December, 1996, by RUTH MEYER, as Incorporator, of ADONAI ET AL, INC., a Florida Corporation, on behalf of the corporation. She is personally known to me or has produced Florida Drivers License as identification.


Notary Public
State of Florida at Large (SEAL)

My Commission Expires:



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

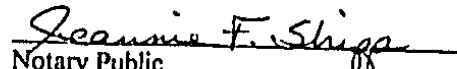
I, MICHAEL A. SIEFERT, hereby accept the position of Registered Agent for ADONAI
ET AL, INC.

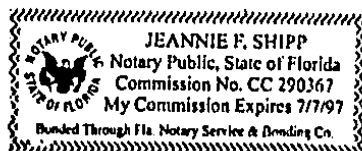

MICHAEL A. SIEFERT, Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 2 day of December,
1996, by MICHAEL A. SIEFERT, who is personally known to me or has produced _____
_____ as identification, and who did take an oath.

My Commission Expires:


Notary Public
State of Florida at Large (SEAL)



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA