

P96000104292

Richard Kimbrell
2620 -2 Blanding Blvd. Suite # 119
Middleburg, FL. 32068
904-282-0400

Dept of State
Division of Corporations
PO Box 6327
Tallahassee, FL. 32314

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****122.50 ****122.50

RE: Articles of Incorporation

Dear Sir:

Please find the original and 1 copy of the Articles of Incorporation of North Florida
Powerchutes, Inc. If you have any questions, please contact me at 904-282-0400.

Regards

Richard Kimbrell
2620-2 Blanding Blvd. Ste # 119
Middleburg, FL. 32068

FILED
96 DEC 31 AM 8:37
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

nc 12/31/96 W96-26359



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 16, 1996

RICHARD KIMBRELL
2620-2 BLANDING BLVD.
SUITE #119
MIDDLEBURG, FL 32068

SUBJECT: NORTH FLORIDA POWERCHUTES, INC.
Ref. Number: W96000026359

We have received your document for NORTH FLORIDA POWERCHUTES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 496A00056005

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96 DEC 31 AM 8 37
CLERK OF COURT
MIDDLEBURG, FLORIDA

ARTICLES OF INCORPORATION
OF
North Florida Powerchutes, Inc.

The undersigned incorporator's, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is North Florida Powerchutes, Inc.

ARTICLE II. PRINCIPAL OFFICE AND REGISTERED AGENT

Its principal office and mailing address in the State of Florida is 2620-2 Blanding Blvd. Suite #119, in the City of Middleburg, County of Clay. The name of its registered agent at such address is Richard M. Kimbrell.

Article III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is 1500 shares having a par value of one dollar (\$1.00) per share.

ARTICLE V. INCORPORATOR

The name and street address of the incorporators signing these Articles of Incorporation is:

Richard M. Kimbrell
1981 Cornell Road
Middleburg, FL 32068

Michelle R. Kimbrell
1981 Cornell Road
Middleburg, FL 32068

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall initially have two (2) board of directors. The number of directors may be either increased or diminished from time to time, as provided by the By-laws. The names and addresses of the first Board of Directors are:

President Richard M. Kimbrell
 1981 Cornell Road
 Middleburg, FL. 32068

Vice-President Michelle R. Kimbrell
 1981 Cornell Road
 Middleburg, FL. 32068

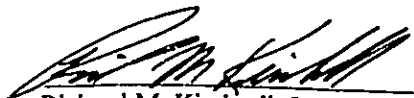
ARTICLE VII. LIABILITY OF STOCKHOLDERS

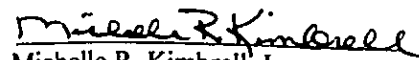
The private property of the stockholders shall not be subject to the payment of corporate debts.

ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this _____ day of _____, 19____.


Richard M. Kimbrell, Incorporator


Michelle R. Kimbrell, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the Corporation is: North Florida Powerchutes, Inc..
2. The name and address of the registered agent and office is:

Richard M. Kimbrell
2620-2 Blanding Blvd. Suite #119
Middleburg, FL 32068

(Specified in Article IV of Articles of Incorporation)

Signature: _____

Richard M. Kimbrell

Title: Incorporator

Date: 12/8/1996

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 REGISTERED 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: _____

Date: 12/8/1996

FILED
96 DEC 31 AM 8:37
MIDDLEBURG, FL
CLERK OF CIRCUIT COURT