

P970000006331

Chester F. Flegal
6130 Thresher Drive
Naples, Florida 34112
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January 14, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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-01/16/97--01065--005
****122.50 ****122.50

RE: FLEGAL ENTERPRISES, INC.

EFFECTIVE DATE
1-17-97

Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the above-referenced corporation together with my check in the amount of \$122.50 to cover the following costs:

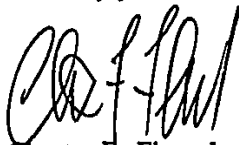
Filing Fee	\$122.50
Certificate of Registered Agent	Included
Certified Copy of Charter	<u>Included</u>

TOTAL \$122.50

Upon acceptance of the charter and filing thereof by your office, please provide our office with a certified copy of the corporate charter.

Thank you for your cooperation in this regard.

Sincerely yours,


Chester F. Flegal

AL JAN 22 1997

FILED
97 JAN 16 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FLEEGAL ENTERPRISES, INC.

FILED

97 JAN 16 PM 12:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I

EFFECTIVE DATE
1-17-97

NAME AND LOCATION

The name of this corporation shall be FLEEGAL ENTERPRISES, INC. The mailing address of the corporation is 6130 Thresher Drive, Naples, Florida 34112.

ARTICLE II

DURATION

The corporation shall commence January 17, 1997, and shall have perpetual existence thereafter.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may from time to time be amended.

ARTICLE IV

CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be 1,000 shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V

INITIAL REGISTERED AGENT & OFFICE.

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, is as follows:

NAME

ADDRESS

Chester F. Fleegal

6130 Thresher Drive
Naples, Florida 34112

ARTICLE VI

DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have one (1) Director initially, and the name and address of the initial Director is as follows:

Chester F. Fleegal

6130 Thresher Dr.
Naples, FL 34112

ARTICLE VII

PREEMPTIVE RIGHTS.

The corporation elects to have preemptive rights, and every shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the

issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

ARTICLE VIII

BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE IX

INCORPORATORS.

The name and the address of the person signing these Articles of Incorporation is as follows:

Chester F. Fleegal

6130 Thresher Dr.
Naples, FL 34112

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 14th day of January, 1997.



Chester F. Fleegal

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

By: _____

Chester F. Fleegal, Registered Agent

FILED
97 JAN 16 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA