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LAW OFFICE OF
SHEREE H. LANCASTER, P.A.
109 EAST WADE STREET
POST OFFICE BOX 1000
TRENTON, FLORIDA 32693

PHONE: (352) 463-1000
FAX: (352) 463-2939

February 6, 1997

Honorable Sandra B. Mortham
Secretary of State
Corporate Records Bureau
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32399

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-02/14/97--01097--005
****122.50 ****122.50

RE: Saints II, Inc.

Dear Mrs. Mortham:

Enclosed please find the original and one copy of the Articles of Incorporation and the original and one copy of the Instrument Designating a Resident Agent for the above named corporation. Also enclosed is a check for payment of the following:

Filing Fee:	\$ 35.00
Certified Copy:	52.50
Designation of Resident Agent	<u>35.00</u>
TOTAL	\$122.50

Please return the certified copy of the Articles of Incorporation to this office when completed.

Thank you for your attention in this matter. If you have any questions, please do not hesitate to call my office.

Sincerely,

Sheree H. Lancaster by SHL
Sheree H. Lancaster

SHL/mat

Enclosures

SHL
2-11-97

FILED
97 FEB 11 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SAINTS II, INC.

FILED
97 FEB 11 AM 9:27
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 Saints II, Inc.

ARTICLE TWO: PRINCIPAL OFFICE

The mailing address for the corporation is 6551 NW 153rd Lane, Chiefland, Florida 32626.

ARTICLE THREE: DURATION

The term of existence of the corporation is perpetual. The date of commencement of the corporation shall be upon filing of these articles.

ARTICLE FOUR: PURPOSE

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

ARTICLE FIVE: CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock. The Board of Directors is empowered to issue I.R.C. 1244 Stock.

ARTICLE SIX: PRE-EMPTIVE RIGHTS GRANTED

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

ARTICLE SEVEN: REGISTERED OFFICE

The street address of the initial registered office of the

ARTICLE EIGHT: DIRECTORS

The initial Board of Directors of the corporation shall consist of two (2) members. The Board of Directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one. The names of the initial Directors are:

JAN R. ST. JOHN
6551 NW 153RD LANE
CHIEFLAND, FL 32626

and

RONALD ST. JOHN
4951 NW 170th STREET
TRENTON, FL 32693

ARTICLE NINE: INCORPORATION

The name and address of the incorporator is:

RONALD ST. JOHN
4951 NW 170th STREET
TRENTON, FL 32693

Ronald St. John
RONALD ST. JOHN

STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared RONALD ST. JOHN who is personally known to me or who has produced Nil - personally known as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 5th day of February, 1997.

Marilyn A. Tiller
NOTARY PUBLIC
My commission expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

97 FEB 11 AM 9:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance to Chapter 48.091, Florida Statutes,
following is submitted in compliance with said act:

First that **SAINTS II, INC.**, desiring to be organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, County of Levy, State of Florida, has named **RONALD ST. JOHN** located at 4951 NW 170th Street, Trenton, Florida, 32693, County of Levy, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named 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 provision of said Act relative to keeping open said office.

By: Ronald St. John
RONALD ST. JOHN
Registered Agent