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February 19, 1997

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

200002095812--8
-02/24/97--0115--005
***122.50 ***122.50

RE: **CHILDRESS-POTTER ENTERPRISES, INC.**

Ladies and Gentlemen:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	52.50
3.	Registered Agent Designation	35.00
	TOTAL	\$122.50

Please send the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance. Should you have any questions, please call.

Sincerely,

David M. Presnick
David M. Presnick

Enclosures

FILED
FEB 24 AM 9:58
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
2-19-97

**ARTICLES OF INCORPORATION
OF
CHILDRESS-POTTER ENTERPRISES, INC.**

FILED
97 FEB 24 AM 9:58
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Article 1
Name

EFFECTIVE DATE
2-19-97

The name of the corporation is **CHILDRESS-POTTER ENTERPRISES, INC.**

Article 2
Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3
General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4
Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 12,000 shares of common stock having a par value of \$0.10 per share.

Article 5
Principal Office and Registered Agent

The street address of the principal office of the corporation is 1334 Wildwood Way, Rockledge, Florida 32955. The name of the initial registered agent of the corporation at that address is Roger R. Childress.

Article 6
Directors

The number of directors constituting the initial board of directors is four (4), and the names and addresses of the persons who are to serve as members thereof are as follows:

NAME

STREET ADDRESS

Roger R. Childress

1334 Wildwood Way, Rockledge, Florida 32955

Kenneth P. Childress

20510 River Drive, Estero, Florida 33928

Frank J. Childress

5242 East Casper Street, Mesa, Arizona 85205

Louetta G. Potter

1070 Woodland Court, Lowell, Indiana 46356

The number of directors may be changed from time to time by the bylaws.

Article 7
Incorporator

The name and street address of the incorporator and subscriber to 12,000 shares of the common stock of this corporation is as follows:

NAME

STREET ADDRESS

Roger R. Childress

1334 Wildwood Way, Rockledge, Florida 32955

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida on this 19th day of February, 1997.



ROGER R. CHILDRESS

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 19th day of February, 1997, by **ROGER R. CHILDRESS**, who is personally known to me, and who did take an oath.





NOTARY PUBLIC

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, **CHILDRESS-POTTER ENTERPRISES, INC.** hereby designates **ROGER R. CHILDRESS** and 1334 Wildwood Way, Rockledge, Florida 32955, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

**CHILDRESS-POTTER ENTERPRISES,
INC.**

By:


ROGER R. CHILDRESS

FILED
97 FEB 24 AM 9:58
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of **CHILDRESS-POTTER ENTERPRISES, INC.** for service of process within the State of Florida.


ROGER R. CHILDRESS