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April 29, 1997

Florida Department of State  
Division of Corporations  
The Capitol  
409 East Gaines Street 32399  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
97 MAY -1 PM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation  
ROGER NUTT, INC.

600002161896--6  
-05/01/97--01067--003  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

In connection with the above referenced matter, enclosed please find original and one copy of the Articles of Incorporation for the above corporation, together with Designation of Resident Agent form.

Please file the original of the said Articles and return the certified copy to me at your earliest convenience. I have enclosed our check in the amount of \$122.50 in payment of the filing fee and for the certified copy of said Articles.

If you have any questions or if additional information is needed, please contact me immediately.

Very truly yours,

*Michele Werner Walker*

Michele Werner Walker, Legal Assistant to  
ROBERT KIT KOREY, ESQUIRE

:mww  
Enclosures

MAY 5 1997  
*[Signature]*

**ARTICLES OF INCORPORATION  
OF  
ROGER NUTT, INC.**

**FILED**  
97 MAY -1 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being the sole subscriber to these Articles of Incorporation is a natural person competent to contract, hereby undertaking to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is: ROGER NUTT, INC.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence commencing on the date that these Articles are formally accepted by the Office of the Secretary of State for the State of Florida.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business under the laws of the State of Florida or the United States.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 100 shares of stock at \$1.00 par value common stock which shall be designated common shares.

**ARTICLE V. PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series in that which he already holds, shall have the right to purchase this prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI.        INITIAL REGISTERED AGENT AND PRINCIPAL  
OFFICE OF CORPORATION**

The name of the initial registered agent of this corporation is: Janet Kaye Nutt, of 129 Imperial Heights Drive, Ormond Beach, Volusia County, Florida 32176, and the street address of the principal office of this corporation is: 129 Imperial Heights Drive, Ormond Beach, Volusia County, Florida, 32176.

**ARTICLE VII.        INCORPORATORS**

The name and address of the person signing these Articles is: JANET KAYE NUTT whose address is: 129 Imperial Heights Drive, Ormond Beach, Florida, 32176

**ARTICLE VIII.        BOARD OF DIRECTORS**

This corporation shall not have directors. The business of this corporation is to be managed by a majority of the shareholders entitled to vote, rather than by a Board of Directors.

**ARTICLE IX.        INDEMNIFICATION**

This corporation shall indemnify any offer to the full extent of the law.

**ARTICLE X. AMENDMENT**

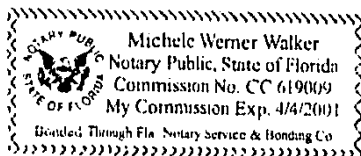
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24<sup>th</sup> day of April, 1997.

Janet Kaye Nutt  
JANET KAYE NUTT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of April, A.D., 1997, by JANET KAYE NUTT, who (is/are personally known to me) (provided his/her/their driver's license(s) as identification) and who (did) (did not) take an oath.



Michele Werner Walker  
Notary Public  
State of Florida at Large  
My Commission No:  
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**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, ROGER NUTT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 129 Imperial Heights Drive, Ormond Beach, Volusia County, Florida, 32176, has named the undersigned as agent to accept service of process within this state.

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 provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JANET KAYE NUTT, Registered Agent

FILED  
97 MAY -1 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA