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97 MAY 19 PM 2:57

RECEIVED
TALLAHASSEE, FLORIDA

March 11, 1997

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

100002112821--9
-03/13/97-01100-004
****122.50 ****122.50

Subject: Back To Work And Play, Inc.

Enclosed is a an original and one copy of the articles of incorporation and a check in the amount of \$122.50.

From: Brenda J. Quillan
123 B Sparta Highway
Eatonton, GA 31024
706-485-1000

100002112821--9
-03/13/97-01100-004
****122.50 ****122.50

Thank you for your assistance.

Sincerely,



Brenda J. Quillan
Incorporator

enclosure

cc: file
Jean D. Small

~~6474~~
PK
5/19/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1997

BRENDA J. QUILLAN
123 B SPARTA HWY
EATONTON, GA 31024

SUBJECT: BACK TO WORK AND PLAY, INC.
Ref. Number: W97000006474

We have received your document for BACK TO WORK AND PLAY, 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):

The designation of the registered agent must be at a Florida street address. Please delete reference to the out of state address in your 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 497A00014062

Jean D. Small

Attorney and Counselor at Law

3215 Hendricks Avenue, Suite 6
Jacksonville, Florida 32207

Telephone (904)398-5301
Facsimile (904)398-1883

May 16, 1997

Ms. Pamela Hall
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Back to Work and Play, Inc.

Dear Ms. Hall:

I represent Ms. Brenda Quillan in Florida. Enclosed are new articles of incorporation (an original and a copy) for filing for Back to Work and Play, Inc. as well as a copy of letter number W97000006474.

If you have any questions, please do not hesitate to contact me at the telephone number above.

Sincerely,



Jean D. Small
Attorney and Counselor at Law

JDS/hs
Enclosures (3)

Cc: Brenda J. Quillan
file

ARTICLES OF INCORPORATION

OF

BACK TO WORK AND PLAY, INC.

FILED
97 MAY 19 PM 2:57

TALLAHASSEE, FLORIDA

The undersigned incorporator, 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 shall be:

Back To Work and Play, Inc.

ARTICLE II

Principal Office

The principal place of business and mailing address of this corporation shall be:

**123 B Sparta Highway
Eatonton, Georgia 31024**

ARTICLE III

Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares

ARTICLE IV

Initial Registered Agent And Street Address

The name and address of the initial registered agent is:

Jean D. Small
3215 Hendricks Avenue, Suite 6
Jacksonville, FL 32207

ARTICLE V

Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Brenda J. Quillan
123 B Sparta Highway
Eatonton, GA 31024

ARTICLE VI

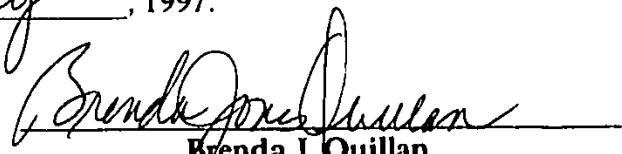
Initial Director

The name and street address of the initial Director of this corporation is:

Brenda J. Quillan
123 B Sparta Highway
Eatonton, GA 31024

The undersigned incorporator has executed these Articles of Incorporation this

14 day of May, 1997.


Brenda J. Quillan

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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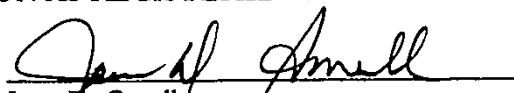
TALLAHASSEE, FLORIDA


The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Georgia.

1. The name of the corporation is: **Back To Work and Play, Inc.**
2. The name and address of the registered agent and office is:

**Jean D. Small
3215 Hendricks Avenue, Suite 6
Jacksonville, FL 32207
Telephone 904/398-5301**

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 THE 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.


Jean D. Small


DATE