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August 19, 1997

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: SAMUELS ENTERPRISES, INC.

Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$122.50 representing the following:


Filing Fee	\$ 35.00	EFFECTIVE DATE <u>8-19-97</u>
Certificate Designating Resident Agent	35.00	
Certified Copy of Articles of Incorporation	52.50	

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

(4)

BMP 8/21/97

Sincerely,


Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

FILED
97 AUG 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

ARTICLES OF INCORPORATION
OF
SAMUELS ENTERPRISES, INC.

FILED
97 AUG 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name. The name of this Corporation is SAMUELS ENTERPRISES, INC.

EFFECTIVE DATE

Article II

8-19-97

Principal Office. The address of the principal office of the Corporation is 108 N.W. 36th Terrace, Gainesville, FL 32607.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 108 N.W. 36th Terrace, Gainesville, FL 32607, and the name of the initial registered agent of this Corporation is Eva K. Samuels.

Article VIII

Initial Board of Directors. The Corporation shall have three (3) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Lee M. Samuels
Charles Samuels
Eva K. Samuels

Article IX

Incorporator. The name and address of the person signing these Articles is Eva K. Samuels, 108 N.W. 36th Terrace, Gainesville, FL 32607.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19 day of August, 1997.


EVA K. SAMUELS
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 19 day of August, 1997, by Eva K. Samuels, who is personally known to me or who has produced Florida Driver License SSR 211 35 521 D as identification, and who says that she is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 19 day of August, 1997.

(SEAL)


Notary Public

Printed Name
My Commission Expires:




Carrie P. Fagan
MY COMMISSION # CC807298 EXPIRES
January 8, 2001
BONDED THRU TROY FAN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of SAMUELS ENTERPRISES, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 19 day of August, 1997.


EVA K. SAMUELS
Registered Agent

FILED
97 AUG 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA