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24 CATHEDRAL PLACE
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September 9, 1997

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

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-09/15/97--01039--011
****122.50 ****122.50

Re: PUMPKIN HILL, INC.

Dear Representative:

Enclosed herewith please find original and one copy of the Articles of Incorporation for the above referenced corporation, together with our firm check in the amount of \$122.50.

Once a Charter Number is issued, please return a copy of the Articles to our office.

Thank you for your assistance in this matter. Please call if you have any questions.

Best regards,

Barbara Conrad

Patti A. Christensen
For the Firm

PAC/bc
Enclosure

"SIGNED IN MY ABSENCE
TO AVOID DELAY"

FILED
97 SEP 15 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 16

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97 SEP 15 AM 10:04

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

PUMPKIN HILL, INC.

THE UNDERSIGNED, acting hereby as Incorporator for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit, pursuant to Chapter 607, Florida Statutes, and other applicable law, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **PUMPKIN HILL, INC.**

ARTICLE II

ADDRESS AND REGISTERED OFFICE

The street address, principal place of business and registered office of this corporation is hereby designated to be 21 Aviles Street, St. Augustine, Florida 32084, and such principal place of business and registered office may be changed in accordance with the By-Laws of the corporation or by appropriate action of the Board of Directors. The initial Registered Agent of this corporation whose business office is the same as the registered office is hereby designated to be **FAYE L. McMURRY**.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

BY-LAWS

The corporation may in its By-Laws make any other provisions or requirements for the management or conduct of the business of the corporation, provided the same is not inconsistent with the provisions of this certificate, or contrary to the laws of this State or of the United States.

ARTICLE V
CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue is one hundred (100), all of which shall be common shares with par value of One and No/100ths (\$1.00) Dollar per share.

ARTICLE VI
INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be one hundred and No/100ths (\$100.00) Dollars.

ARTICLE VII
TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VIII
DIRECTORS

This corporation shall initially have four (4) directors. The number of directors may be changed from time to time in accordance with the provisions of the corporation by-laws adopted by the stockholders. The name and address of the first directors are:

NAME

ADDRESS

FAYE L. McMURRY

21 Aviles Street
St. Augustine, Florida 32084

JAMES M. McMURRY

21 Aviles Street
St. Augustine, Florida 32084

ARTICLE IX
OFFICERS

This corporation shall consist of the following officers: President, Vice-President, Secretary & Treasurer. The officers of this corporation need not be stockholders.

ARTICLE X
INITIAL OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of the existence of the

corporation or until their successors are elected or appointed and have qualified are:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
FAYE L. McMURRY 21 Aviles Street St. Augustine, FL 32084	President/ Secretary
JAMES M. McMURRY 21 Aviles Street St. Augustine, FL 32084	Vice President Treasurer

ARTICLE XI
INCORPORATORS

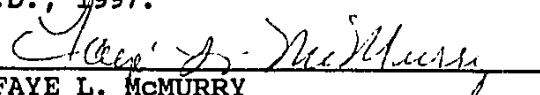
The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
FAYE L. McMURRY	21 Aviles Street St. Augustine, Florida 32084

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made and subscribed to the foregoing Articles of Incorporation on the 9 day of September, A.D., 1997.


FAYE L. McMURRY

STATE OF FLORIDA
COUNTY OF ST. JOHNS:

I, the undersigned, an officer authorized to administer oaths and take acknowledgments in and for the State of Florida, do hereby certify that on the 9th day of September, 1997 personally came before me, FAYE L. McMURRY, the party who signed the foregoing Articles of Incorporation, and acknowledged to and

before me that she executed the same as her free act and deed,
for the uses and purposes therein set forth. FAYE L. McMURRY
furnished Florida Driver's License as identifi-
cation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal at St. Augustine, St. Johns County,
Florida, the day and year aforesaid.

Barbara S. Conrad
Notary Public, State of Florida
at Large

OFFICIAL SEAL
BARBARA S. CONRAD
Notary Public, State of Florida
My comm. expires July 4, 1998
Comm. No. CC 383560

My Commission Expires: 07-04-98

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **PUMPKIN HILL, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of St. Augustine, County of St. Johns, State of Florida, has named **FAYE L. McMURRY**, located at 21 Aviles Street, St. Augustine, County of St. Johns, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at 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.


FAYE L. McMURRY

(Resident Agent)

FILED
97 SEP 15 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA