

P97000081316

KENNETH C. FLETCHER
532 40TH STREET WEST
PALMETTO, FLORIDA 34221
(941) 722-8173

August 27, 1997

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

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-08/29/97--01006--005
****122.50 ****122.50

Re: Elaire Ary, Inc.

Dear Department of State:

I enclose an original and one copy of the Articles of Incorporation for the above proposed corporation.

Also enclosed is a check in the amount of \$122.50 in payment of the following fees:

Filing Fee	\$ 35.00
Certified copy fee	52.50
Registered Agent fee	35.00
TOTAL	<u>\$122.50</u> =====

Please file the original articles and return the certified copy to me at the address listed above.

Sincerely,

Kenneth C. Fletcher
Incorporator

2555
W97-20228

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 19 AM 9:47

9/19/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 19 AM 9:47

September 3, 1997

KENNETH C. FLETCHER
532 40TH STREET WEST
PALMETTO, FL 34221

SUBJECT: ELAIRE ARY, INC.
Ref. Number: W97000020228

We have received your document for ELAIRE ARY, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 397A00043921

ARTICLES OF INCORPORATION

OF

ELAIRE ARY, INC.

FILED
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DIVISION OF CORPORATIONS
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ARTICLE I - NAME AND INITIAL PLACE OF BUSINESS

The name of the corporation shall be:

ELAIRE ARY, INC.

The initial place of business of this Corporation shall be:

532 40th Street W.
Palmetto, Florida 34221

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares." Initial issue shall be 100 shares and the remaining 900 shares shall be held as Treasury Stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (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 OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 532 40th Street W. Palmetto, Florida 34221. Initial registered agent of this corporation at that address is: Nancy W. Fletcher.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. Voting for directors shall be under the cumulative vote system. The names and address's of the initial Board of Directors of the corporation is:

Kenneth C. Fletcher
532 40th Street W.
Palmetto, Florida 34221

Nancy W. Fletcher
532 40th Street W.
Palmetto, Florida 34221

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is: Kenneth C. Fletcher - 532 40th Street W., Palmetto, Florida 34221.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

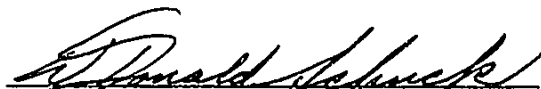
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 27th day of August, 1995.


Kenneth C. Fletcher
Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, a Notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Kenneth C. Fletcher known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF I have set my hand and seal in the State and County above, this 27th day of August, 1997.


NOTARY PUBLIC,
State of Florida
at Large

My commission expires:

OFFICIAL NOTARY SEAL W DONALD SCHUCK NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC317937 MY COMMISSION EXP. OCT. 2, 1997

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE IF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 Florida Statutes, the following is submitted.

FIRST that ELAIRE ARY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 532 40th Street W., Palmetto, Florida 34221 has named Nancy W. Fletcher located at 532 40th Street W., Palmetto, Florida 34221 as its agent to accept service of process within Florida.

Dated: Aug 27, 1997

Kenneth C. Fletcher
Kenneth C. Fletcher, Director

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Nancy W. Fletcher
Nancy W. Fletcher
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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