P970000 89801 TRANSMITTAL LETTER

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

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SUBJECT: Boutwell Properties Inc. (Proposed corporate name - must include suffix) ####122.50 +***122.50
Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 \$122.50 \$131.25 Filing Fee Filing Fee Filing Fee, & Certified Copy & Certified Copy & Certificate
FROM: John T. Boutwell Name (printed or typed) 963 Sandstone DR Address
ORange Park, 1-1 32065 City, State & Zip 904-272-0770 Daytime Telephone number

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

The name of the corporation shall be: Boutwell Properties Includes:

ARTICLE II PRINCIPAL OFFICE

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

963 Sandstone DR. Okange Park, Fl 32065 ARTICLE III SHARES

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

500 Q 1.00

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

John T. Boutwell 963 Sandstone Dr. Orange Park, Fl 32065

ARTICLE V INCORPORATORISI

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

John T. Boutwell (President) 963 Sandstone Dr. Orange Park, Fl 32065

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

13 day of October 1997.

Signaturo

Signature

Articles of Incorporation Filing Fee - \$35

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, 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 FLORIDA.

1. T	The name of the corporation is: <u>Boutwell Propert</u>	`ies	Inc
2	The name and address of the registered agent and office is: John Joutwell African (Name) (Name) (Name) (P.O. Box not acceptable) (City/State/Zip) (City/State/Zip)	FILED 97 OCT 17 AM 9: 50	

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 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.

Solution 10-13-97 (Date)