



THE UNITED STATES  
CORPORATION  
COMPANY

P97000094212

ACCOUNT NO. : 072100000032

REFERENCE : 587378 82491A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 3, 1997

ORDER TIME : 2:06 PM

ORDER NO. : 587378-005

CUSTOMER NO: 82491A

CUSTOMER: Ms. Daphne K. Stonestreet  
DONALD B. SMITH, ATTORNEY AT  
LAW  
Suite Three  
150 South Highway 17-92  
Debary, FL 32713

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-11/04/97--01001--009  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: LILLY DOUGLAS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED  
97 NOV -3 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 NOV -3 PM 3:51  
DIVISION OF CORPORATION  
8N NOV -3 1997

ARTICLES OF INCORPORATION

OF

LILLY DOUGLAS, INC.

FILED  
97 NOV -3 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, being natural persons of legal age, do hereby desire to form a corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be LILLY DOUGLAS, INC., a Florida corporation. The principal place of business of this corporation shall be 149 Canal Street, New Smyrna Beach, Florida 32168.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers authorized or permitted by law or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation

The name and number of shares of the shareholder of this corporation are as follows:

LESA DOUGLAS	250
RENEE LILLY	250

#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 149 Canal Street, New Smyrna Beach, Florida 32168, and the name of the initial Registered Agent of this corporation at that address is: LESA DOUGLAS.

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than one member, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation.

The name and address of the member of the first Board of Directors who shall hold office until his successors are elected and qualified are:

LESA DOUGLAS	112 Water Thrush Daytona Beach, Fla. 32119
RENEE LILLY	149 Canal Street New Smyrna Beach, Fla. 32168

#### ARTICLE VI

##### INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

LESA DOUGLAS	112 Water Thrush Daytona Beach, Fla. 32119
RENEE LILLY	149 Canal Street New Smyrna Beach, Fla. 32168

## ARTICLE VII

### BY-LAWS

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

## ARTICLE VIII

### INDEMNIFICATION

Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities including attorney fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a part or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a director, officer, employee or agent of the corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

## ARTICLE IX

### AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles  
of Incorporation on this 29 day of October, 1997.

Lesa Douglas  
LESA DOUGLAS

Renée Lilly  
RENEE LILLY

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of October,  
1997, by LESA DOUGLAS, who is personally known to me and who did take an oath.

Debra L. McEllan  
Notary Public  
(Name) Debra L. McEllan

STATE OF FLORIDA  
COUNTY OF VOLUSIA

OFFICIAL NOTARY SEAL  
DEBRA L MCLELLAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC576996  
MY COMMISSION EXP. AUG. 14,2000

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of October,  
1997, by RENEE LILLY who is personally known to me.

Debra L. McEllan  
Notary Public  
(Name) Debra L. McEllan

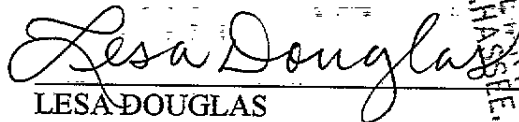
OFFICIAL NOTARY SEAL  
DEBRA L MCLELLAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC576996  
MY COMMISSION EXP. AUG. 14,2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING UPON WHOM  
PROCESS MAY BE SERVED

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that LILLY DOUGLAS, INC., desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Incorporation in the City of New Smyrna Beach, County of Volusia, State of Florida, has named LESA DOUGLAS, of 149 Canal Street, New Smyrna Beach, Florida 32168, as its agent to accept service of process within this state.

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

  
LESA DOUGLAS  
Registered Agent

FILED  
97 NOV -3 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA