



**Financial
Services**

852 First Avenue South • Suite 103 • Naples, FL 33940
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SECTION OF CORPORATIONS
DIVISION
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11/19/97

Please see attached
articles

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① Please return via
Fed Ex to Mr D.
Don Kunder
Suite 103
852 1st Ave South
Naples FL 34102

Don Kunder

11-25-97
WS

ARTICLES OF INCORPORATION

I, **THE UNDERSIGNED**, do hereby submit to Incorporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations for profit, the Corporation named in Article I below:

ARTICLE I, NAME

The name of this Corporation shall be:

VARNER ENTERPRISES, INC.

ARTICLE II, NATURE OF BUSINESS

This Corporation may engage in any activities permitted under the laws of the United States and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is Seventy Five Hundred (7500) shares of common stock, of \$1.00 par value, which shall be documented fully paid and non-assessable, and further, which shall be Section 1244 stock as defined by the Internal Revenue Code.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than one hundred (\$100) dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of this Corporation shall be:

2440 DAVIS BLVD.
NAPLES, FL 34112

The Board of Directors may from time to time move the principal office to any other address in Florida.

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ARTICLE VII, INITIAL BOARD OF DIRECTORS

The Corporation shall have one Director initially. The number of Directors may be either increased or diminished in accordance with the by-laws adopted by the shareholders but never be less than one. The names and addresses of the initial Directors of this Corporation are:

MADILYN VARNER
2440 DAVIS BLVD.
Naples, Fl. 34112

ARTICLE VIII, INCORPORATORS

The name and address of the incorporators are:

MADILYN VARNER
2440 DAVIS BLVD.
Naples, Fl. 34112

ARTICLE IX, BY-LAWS

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

ARTICLE X, AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

ARTICLE XI, SUB CHAPTER S CORPORATION

This Corporation may be a Sub Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The registered agent, Madilyn Varner, 2440 Davis Blvd, Naples, FL 34112 accepts this position as signed below:

Madilyn Varner
MADILYN VARNER

The registered office will be located at 2440 Davis Blvd., Naples, FL 34112.

Madilyn Varner
Madilyn Varner

I am hereby familiar with and accept the duties and responsibilities as registered agent for said Corporation.

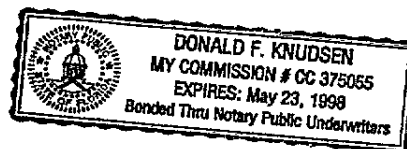
Madilyn Varner
Madilyn Varner

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators have hereinto set my hand and seal this 19 day of Nov 1997, for the purpose of forming this Corporation under the Laws under the State of Florida, and hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Madilyn Varner
Madilyn Varner

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 19 DAY OF November 1997.



Donald F. Knudsen

Per Smalley
Witness

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