

P 97 000 103 891

James L. Homich
LAWYER

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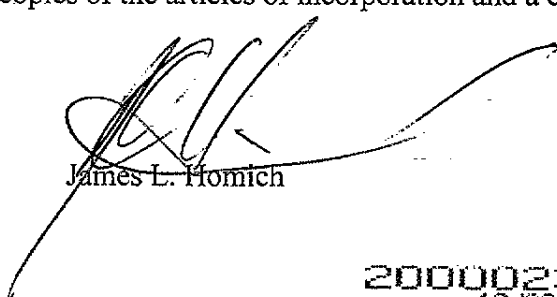
Transmittal Letter

December 1, 1997

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

Subject: A & F Financial Securities Inc.

Enclosed is an original and two copies of the articles of incorporation and a check for \$131.25 for the filing fee.


James L. Homich

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97 DEC -8 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of the corporation shall be A & F Financial Securities, Inc..

ARTICLE II - PRINCIPLE OFFICE

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

120 East Fourth Avenue
Mount Dora, Florida 32757

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is two hundred thousand (200,000) with a par value of one dollar (\$1.00) each.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address in the State of Florida of the initial registered agent are:

H. Lester Ariail
120 East Fourth Avenue
Mount Dora, Florida 32757

ARTICLE V - INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation is:

A & F Investment Consultants Co.
120 East Fourth Avenue
Mount Dora, Florida

ARTICLE VI - EFFECTIVE DATE

The effective date of the corporation shall be the date of filing.

ARTICLE VII - PURPOSE

The corporation is being organized for any lawful purpose or purposes.

ARTICLE VII - DIRECTORS

The initial directors of the corporation shall be:

H. Lester Ariail
120 East Fourth Avenue
Mount Dora, Florida 32757

Thomas P. Fuller

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TALLAHASSEE-FLORIDA

120 East Fourth Avenue
Mount Dora, Florida 32757

William Ferree
120 East Fourth Avenue
Mount Dora, Florida 32757

ARTICLE VIII - OFFICERS

The initial officers of the corporation shall be:

H. Lester Ariail, President
120 East Fourth Avenue
Mount Dora, Florida 32757

Thomas P. Fuller, Chief Executive Officer
120 East Fourth Avenue
Mount Dora, Florida 32757

William Ferree, Vice President
120 East Fourth Avenue
Mount Dora, Florida 32757

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TALLAHASSEE, FLORIDA

12-4-97 H. Lester Ariail
Date H. Lester Ariail, as President of
A & F Investment Consultant Co., Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

12-4-97 H. Lester Ariail
Date H. Lester Ariail, Registered Agent