

P97000104716

Secretary of State
Charter filing dept.
Post Office Box 6327
Tallahassee, FL 32314

Filing new charter for
SHARON MILLER, INC.

600002371516--6
-12/15/97--01017--007
*****70.00 *****70.00

Dear Sir or Madame:

December , 1997

Please file the enclosed articles of incorporation and send me the number assigned to the charter. My check in the amount of \$70.00 is enclosed to cover the charges for filing and registered agent designation. Thank you very much. PLEASE FORWARD THE INCORPORATION NUMBER TO THE CORPORATE OFFICE.

Sincerely,

FILED
97 DEC 11 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sharon GAVE
AUTHORIZATION BY PHONE TO
CORRECT Mailing address
DATE 12-12-97
DOC. EXAM BK

W97-27666

B. REGISTER DEC 12 1997

Dear Bobbie,

Thank you very much
for helping me. Enclosed
is the check for \$70.00 for
Sharon Miller Inc.

Have a great holiday!

Sharon Miller

Please call 904-446-1659 with the
Corp. # if you can.

Thank you!!

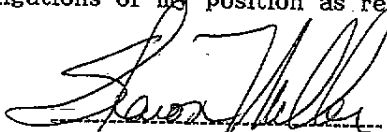
Certificate of designation of registered of agent/registered office

Pursuant to the Provisions of Section 607.0501, 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. The initial registered agent for this corporation is Sharon Miller and the initial registered office is located at 138 Palm Coast Parkway Suite 378, Palm Coast, Florida 32137.

FILED
97 DEC 11 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT OF REGISTERED AGENT

Having been named as registered agent for SHARON MILLER, INC. at the registered office designated in the foregoing articles of incorporation, 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.





SHARON MILLER

State of Florida
County of Flagler

The foregoing Certificate of designation of registered agent registered office was Sworn to and acknowledged before me this day of December, 1997 by Sharon Miller, who took an oath and provided the following identification: *FC DRIVERS LIC*

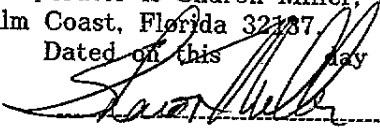
Notary Public State of Florida at Large



BRUCE A. BERNHARD
COMMISSION # CC414286
EXPIRES OCT. 18, 1998
ALAN INSURANCE SERVICES
1-800-486-0040

ARTICLES OF INCORPORATION OF SHARON MILLER, INC.

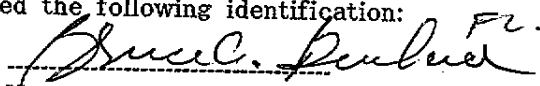
The incorporator forms a corporation under the Florida Business Corporation Act, adopting the following articles of incorporation:

1. NAME- The name of this corporation is SHARON MILLER, INC.
138 Palm Coast Parkway, Suite 378, Palm Coast, FL 32137.
 2. TERM- This corporation shall exist perpetually.
 3. PURPOSE- The purpose of this corporation is to engage in and transact any or all lawful business for which corporations may be incorporated under the Florida Business Corporations Act.
 4. CAPITAL STOCK- this corporation is authorized to issue One Hundred (100) shares of common stock of a single class with a par value of five dollars (\$5.00) per share.
 5. REGISTERED AGENT- The street address of the initial registered office of the Corporation is 138 Palm Coast Parkway Suite 378, Palm Coast, Florida 32137, and the name of its initial registered agent at such address is Sharon Miller.
 6. DIRECTORS- This corporation shall have one director initially. The number shall be fixed by the by-laws and may be changed from time to time.
 7. INITIAL DIRECTOR- The name and address of each member of the first board of directors is Sharon Miller, 6 Covington Lane, Palm Coast, FL 32137.
 8. INCORPORATOR- The name and street address of the incorporator is Sharon Miller, whose address is 6 Covington Lane, Palm Coast, Florida 32137.
- Dated on this _____ day of December, 1997.


Sharon Miller

State of Florida
County of Flagler

The foregoing instrument was Sworn to and acknowledged before me this
day of December, 1997 by Sharon Miller, who took an oath and
provided the following identification:


Notary Public State of Florida at Large



BRUCE A. BERNHARD
COMMISSION # CC414286
EXPIRES OCT. 18, 1998
ALAN INSURANCE SERVICES
1-800-488-9040

FILED
97 DEC 11 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA