

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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FILING

Articles

1.) *The Raydell 211 Corporation*
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98 JAN 13 PM 1:39

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
98 JAN 13 AM 11:41

Handwritten signature and date 1/13

SPECIAL INSTRUCTIONS

FILED

98 JAN 13 PM 1:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE RAGDOLL 211 CORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is THE RAGDOLL 211 CORPORATION.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose of the corporation is to conduct all lawful business or transactions permitted by the State of Florida including but not limited to conducting and transacting business normally associated with the performance of business management services such as creating and implementing business plans, employee procedures and general management efficiency programs.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful acts or activity for which a corporation may be organized under the General Corporation Laws of the State of Florida.

ARTICLE IV

The aggregate number of authorized shares is 1,000 of common stock with no-par value. The Board of Directors shall have the authority to issue such shares of such consideration as the board may fix. No capital stock of this corporation issued as fully paid shall be subject to assessment.

ARTICLE V

The corporation will not commence business until at least \$1,000.00 dollars have been received by it as consideration for the issuance of shares.

ARTICLE VI

Each holder of shares of any class of the corporation shall have pre-empted rights to subscribe for or acquire additional shares of the corporation of the same or any other class.

ARTICLE VII

Provisions for regulating the internal affairs of the corporation are by consensus of the Board of Directors.

ARTICLE VIII

The address of the initial registered office of the corporation is: 1809 E. Maxwell Street, Pensacola, Florida 32503 and the name of its initial registered agent at such address is Sharan Sheppard.

ARTICLE IX

Address of the principal place of business is 1809 E. Maxwell Street, Pensacola, Florida 32503.

ARTICLE X

The number of directors constituting the initial board

of directors of the corporation is five and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Sharan Sheppard
1809 E. Maxwell Street
Pensacola, Florida 32503

Frank N. Gambella
4765 Hamburg Street
Las Vegas, Nevada 89117

Russell Sheppard
6210 Audobon Street
Pensacola, Florida 32504

Laura Balcers
6421 Antietam Drive
Pensacola, Florida 32503

Gregory Sheppard
466 8th Street
San Francisco, California 94103

ARTICLE XI

The name and address of each incorporator is:

Frank N. Gambella
4765 Hamburg Street
Las Vegas, Nevada 89117

Sharan L. Sheppard
1809 E. Maxwell Street
Pensacola, Florida 32503

In witness whereof, we have set our hands this 9th day of January, 1998.

Frank N. Gambella
Frank N. Gambella

Sharan L. Sheppard
Sharan L. Sheppard

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority on this day personally appeared SHARAN SHEPPARD, who, upon oath deposed and said that she signed the above and foregoing document for the purposes set forth therein.

SWORN and subscribed to before me on this the 9th day of January, 1998, to certify which witness my hand and official seal of office.



Notary Public in and for the State of Florida, at large

Known to Me: _____
Identification: _____

STATE OF NEVADA

COUNTY OF CLARK

BEFORE ME, the undersigned authority on this day personally appeared FRANK N. GAMBELLA, who, upon oath deposed and said that he signed the above and foregoing document for the purposes set forth therein.

SWORN and subscribed to before me on this the 12 day of January, 1998, to certify which witness my hand and official seal of office.

Diane Procell

Notary Public in and for the State of Nevada, at large

Known to Me: Frank N. Gambella
Identification: NV DL 283260047738

