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SULLIVAN & SULLIVAN

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CHARLES A. SULLIVAN
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MAILING ADDRESS
POST OFFICE BOX 2620
VERO BEACH, FLORIDA 32961-2620

December 30, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

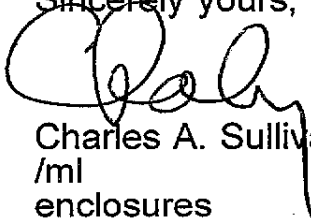
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*****78.75 *****78.75

SUBJECT: Jimmie's Wells Pumps & Service Inc.

Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 (filing fee and certificate).

Sincerely yours,


Charles A. Sullivan, Sr.
/ml
enclosures

FILED
98 JAN 20 AM 11:19
STATE
TALLAHASSEE, FLORIDA

098-287
001-649



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 6, 1998

SULLIVAN & SULLIVAN
P.O. BOX 2620
VERO BEACH, FL 32961-2620

SUBJECT: JIMMIE'S WELLS PUMPS & SERVICE INC.
Ref. Number: W98000000287

We have received your document for JIMMIE'S WELLS PUMPS & SERVICE INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 698A00000670

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

JIMMIE'S WELLS PUMPS & SERVICE INC.

ARTICLE II PRINCIPAL OFFICE

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

2184 1st Place S.W.
Vero Beach, Florida 32962

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Charles A. Sullivan, Sr., Esq.
SULLIVAN & SULLIVAN
1601 - 20th Street
Vero Beach, Florida 32960

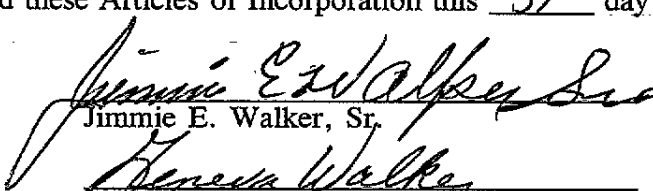
ARTICLE V INCORPORATORS

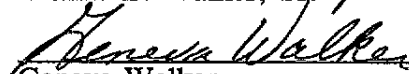
The names and street addresses of the incorporators to these Articles of Incorporation are:

Jimmie E. Walker, Sr.
2184 1st Place S.W.
Vero Beach, Florida 32962

Geneva Walker
2184 1st Place S.W.
Vero Beach, Florida 32962

The undersigned incorporators have executed these Articles of Incorporation this 31st day of December, 1997.


Jimmie E. Walker, Sr.


Geneva Walker

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98 JAN 20 AM 11:18
STATE
TALLAHASSEE, FLORIDA

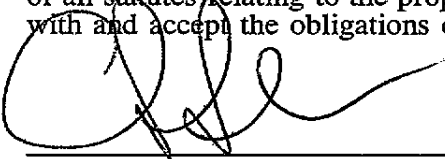
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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.

1. The name of the corporation is JIMMIE'S WELLS PUMPS & SERVICE INC.
2. The name and address of the registered agent and office is:

Charles A. Sullivan, Sr.
1601 - 20th Street
Vero Beach, Florida 32960

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.



Charles A. Sullivan, Sr.

Date

1-12-98

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TALLAHASSEE, FLORIDA