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FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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ACCT#: 073617000710

FAX #: (904) 785-2999

NAME: CRAMERICA, INC.

AUDIT NUMBER..... H98000003290

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

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** ENTER 'M' FOR MENU. **

ARTICLES OF INCORPORATION

OF

CRAMERICA, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is Cramerica, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 112 Bunkers Cove Road,

THIS INSTRUMENT PREPARED BY:
J. Robert Hughes, Esq.
Fla. Bar No. 0111806
Barron, Redding, Hughes, Fite,
Bassett, Fensom & Sanborn, P.A.
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402
(850) 785-7454

Panama City, FL, 32401, and the name of the initial registered agent is Carolyn Cramer, whose address is 112 Bunkers Cove Road, Panama City, FL, 32401.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - CUMULATIVE VOTING RIGHTS

At each election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by

giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Carolyn Cramer whose address is 112 Bunkers Cove Road, Panama City, FL, 32401.

	IN	WITNESS	WHEREOF,	the	under	signed	subscrib	er	has
executed	thes	e Article	es of Inco	rpora	tion t	his	6th	day	of,
Tebru	ary	_, 1998.	 -	- vo.	-				
	1				Carely	Cran	W		
				C	arolyn	Cramer	·		

STATE OF FLORIDA COUNTY OF BAY

was by (The foregoing Articles of I acknowledged before me this <u>l</u> Carolyn Cramer, who: (notary i	lath day of <u>February</u> , 1998,
×	is personally known to me.	÷.
	produced a current Florida di	river's license as identification.
	produced	as identification.
	(SEAL) CAROL LYNN GRISSETT Notary Public, State of Forida	(Print Name) Notary Public Commission #

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

CRAMERICA, INC.

Having been named to accept service of process for the abovenamed corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this Leth day of Fibruary, 1998.

Carolyn Cramer Registered Agent

98 FEB 18 PM 12: 04
SECRETARY OF STATE
ANASSEF FLORID.