

P98000016663

December 21, 1997

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

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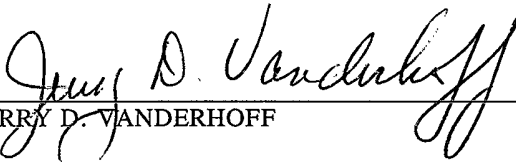
Re: JERRY D. VANDERHOFF, INC.

Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Very truly yours,


JERRY D. VANDERHOFF

FILED
198 FEB 19 AM 11:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Mailing address of corporation

233 TORTOISE COVE

ROYAL PALM BEACH, Florida 33411

Phone (561) 940-9228

CB
2-20-98

ARTICLES OF INCORPORATION

of

JERRY D. VANDERHOFF, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **JERRY D. VANDERHOFF, INC.**

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Seventy Five Hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name	JERRY D. VANDERHOFF		
Address	233 TORTOISE COVE		
City	ROYAL PALM BEACH	Florida	Zip 33411

The principal office, if known, or the mailing address of the corporation is:

Name	JERRY D. VANDERHOFF, INC.		
Address	233 TORTOISE COVE		
City	ROYAL PALM BEACH	Florida	Zip 33411

ARTICLE VI - INITIAL BOARD OF DIRECTORS

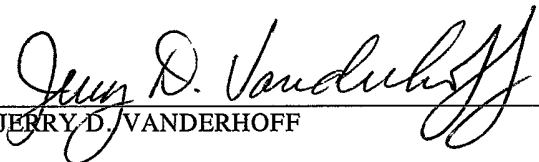
This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name	JERRY D. VANDERHOFF
Address	233 TORTOISE COVE
City	ROYAL PALM BEACH, FL 33411
Name	
Address	
City	
Name	
Address	
City	

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name	JERRY D. VANDERHOFF
Address	233 TORTOISE COVE
City	ROYAL PALM BEACH, Florida 33411
Name	
Address	
City	
Name	
Address	
City	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22 day of December, 1997


JERRY D. VANDERHOFF

CERTIFICATE OF ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

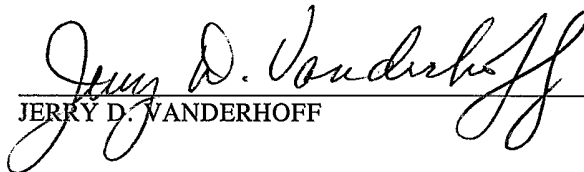
JERRY D. VANDERHOFF, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 233 TORTOISE COVE Florida 33411 has named JERRY D. VANDERHOFF located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


JERRY D. VANDERHOFF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA