

F. Logan Holz

P98000023639

March 4, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

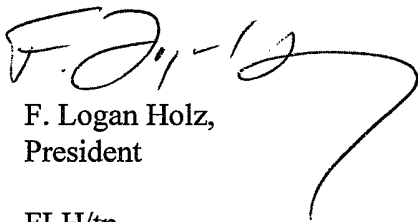
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98 MAR 12 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Incorporation - Conquest Properties, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation for the above proposed corporation, together with a check in amount of \$131.25 for filing fee, certified copy and certificate.

Sincerely,



F. Logan Holz,
President

FLH/tp

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Logan GAVE
AUTHORIZATION BY PHONE TO
CORRECT art. 8
DATE 3/12/98
DOC. EXAM. YM

3/12/98 - YM

**ARTICLES OF INCORPORATION
OF
CONQUEST PROPERTIES, INC.**

The undersigned, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Chapter 607, Florida Statutes, certifies:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of the corporation shall be CONQUEST PROPERTIES, INC.

ARTICLE II.

The general nature and purpose of the business to be conducted by the corporation shall be any lawful business endeavors compatible with the effective, profitable operation of the corporation under the laws of the State of Florida.

ARTICLE III.

The amount of capital stock that this corporation is authorized to issue shall be as follows:

1,000 shares of common stock at \$1.00 par value.

ARTICLE IV.

The amount of capital with which this corporation shall begin business shall be \$100.00.

ARTICLE V.

The time of existence of this corporation shall be perpetual.

ARTICLE VI.

The principal office and place of business of this corporation shall be: 666 Kilchurn Drive, Orange Park, FL 32073.

ARTICLE VII.

The Board of Directors of this corporation shall consist of not less than one (1) nor more than nine (9) persons, and said board of directors shall be in full control of the affairs of this corporation and may authorize the exercise of all corporate affairs.

ARTICLE VIII.

The number of directors constituting the initial Board of Directors shall be one (1) to-wit:

F. LOGAN HOLZ, 666 Kilchurn Drive, Orange Park, FL 32073

The initial officers of this corporation shall be:

F. LOGAN HOLZ - President, Secretary/Treasurer

The name and address of the subscriber to these articles of incorporation is:

F. LOGAN HOLZ, 666 Kilchurn Drive, Orange Park, Florida 32073.

ARTICLE IX.

The name and street address of the initial registered agent of this corporation is:

F. LOGAN HOLZ, 666 Kilchurn Drive, Orange Park, Florida 32073.

ARTICLE X.

These articles of incorporation shall be effective and the existence of the corporation shall begin when these articles are filed with the Secretary of State's Office.

ARTICLE XI.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be voted exclusively by the holders of the outstanding common shares.

ARTICLE XII.

The corporation shall be governed by and subject to the provisions and restrictions imposed upon it by such by-laws as shall from time to time be adopted, altered or amended by the board of directors of the corporation. A majority vote of the entire board of directors shall be necessary to adopt, alter, amend or repeal any by-laws of the corporation.

ARTICLE XIII.

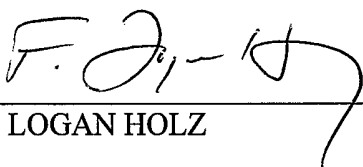
This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XIV.

No contact or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors or officers of such other corporation, and any director or directors, individually or jointly, may be parties to, or may be interested in any such contract or transaction of the corporation, or in which the corporation is interested, and each and every person who may become a director or officer of the corporation is hereby relieve from any liability that might otherwise exist from any such contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested. Any director of the corporation may transact business with any subsidiary or controlled corporation without regard to the fact that he is also a director of such subsidiary or controlled corporation.

The corporation reserves the right to alter, change, amend or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation. The corporation shall have all the rights, powers and privileges of corporations for profit under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to these articles of incorporation, this 3rd day of March, 1998.



F. LOGAN HOLZ

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, personally appeared F. LOGAN HOLZ, who is personally known to me to be the person described as the subscriber to these Articles of Incorporation, who executed the foregoing and acknowledged before me that he subscribed to the same.

WITNESS my hand and official seal in the County and State aforesaid, this 3rd day of March, 1998.



Notary Public - State of Florida at Large



ELEANOR N. HYDER
Notary Public, State of Florida
My Comm. Exp. July 10, 2000
Comm. No. CC 569026

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

OF

CONQUEST PROPERTIES, 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: 666 Kilchurn Drive, Orange Park, Florida 32073 has named F. LOGAN HOLZ, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 3rd day of March, 1998.



F. LOGAN HOLZ
Registered Agent

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98 MAR 12 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA