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LAW OFFICES OF
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March 18, 1998

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Kelley Investments, Inc.

EFFECTIVE DATE
3-16-98

FILED
98 MAR 19 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Please find enclosed the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>

Total

\$122.50 200002467892--017

-03/25/98--01027--003

***122.50 ***122.50

PLEASE NOTE THAT THESE ARTICLES ARE TO BE EFFECTIVE ON THE DATE OF SUBSCRIPTION AND ACKNOWLEDGEMENT THERETO (i.e. MARCH 16, 1998) PURSUANT TO FLORIDA STATUTES SECTION 607.0203(1).

Please mail the certified copy to the above Juno Beach address. Thank you for your attention to this matter.

Yours truly,



Thomas J. Thomas

TJT/jms

Enclosures

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F. CHESSE

MAR 21 1998

ARTICLES OF INCORPORATION

OF

KELLEY INVESTMENTS, INC.

FILED
98 MAR 19 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE
3-16-98 ARTICLE ONE

The name of this corporation is Kelley Investments, Inc.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE

5.01 The street address and mailing address of the initial corporate office of the corporation is 910 Harbor Lake Court, Safety Harbor, Florida 34695.

5.02 The name and address of the initial Resident Agent for this corporation to accept service of process within the State of Florida is Robert P. Kelley, 910 Harbor Lake Court, Safety Harbor, Florida 34695.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is Robert P. Kelley, 910 Harbor Lake Court, Safety Harbor, Florida 34695.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 One director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The names and addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Robert P. Kelley	910 Harbor Lake Court Safety Harbor, FL 34695

ARTICLE EIGHT

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 16th day of March, 1998.

Pursuant to Florida Statute §607.0203(1), these Articles shall be effective on the date of subscription and acknowledgement hereto.

INCORPORATOR:


Robert P. Kelley

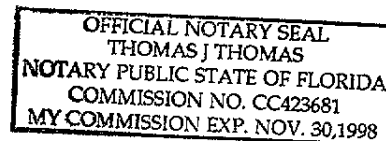
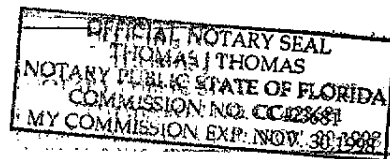
STATE OF FLORIDA)

COUNTY OF Pinellas)

The foregoing instrument was acknowledged before me this 16th day of March, 1998, by Robert P. Kelley, who personally appeared before me, and (check one) ☒ who is personally known to me (or, if not personally known to me) _____ who has produced _____ as identification, and who did not take an oath.

NOTARY PUBLIC:

Thomas J. Thomas
Sign above and Print Name
Here: Thomas J. Thomas
My commission number, if any, is _____



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Kelley Investments, Inc., is a Florida corporation organized under the laws of the State of Florida, with its principal office at 910 Harbor Lake Court, Safety Harbor, Florida 34695, in the County of Pinellas, State of Florida, has named Robert P. Kelley, 910 Harbor Lake Court, Safety Harbor, Florida 34695, its agent to accept service of process within this state.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Robert P. Kelley	President and Secretary	910 Harbor Lake Court Safety Harbor, FL 34695

DIRECTORS


Robert P. Kelley	910 Harbor Lake Court Safety Harbor, FL 34695
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INCORPORATOR:


Robert P. Kelley

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; and to post my name (and any other officers of said corporation authorized to accept service or process at the Florida designated address) in some conspicuous place in the office as required by law.


Robert P. Kelley,
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA