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NEW FILINGS AMENDMENTS Profit Amendment	98 APR SECRET
NonProfit Resignation of R.A. Officer/Direct Limited Liability Change of Registered Agent Change of Registered Agent	Certificate of FICTIOUS NAME
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 23, 1998

UCC FILING

TALLAHASSEE, FL

SUBJECT: HOLBROOK ENTERPRISES, INC.

Ref. Number: W98000009160

ES, INC. NAME ENCLOSED

We have received your document for HOLBROOK ENTERPRISES, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 598A00022183

98 APR 27 PM 4: 15
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

Holbrook Enterprises & Associates, Inc.

98 APR 27 PM 4: 46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FLORIDA CORPORATION

The undersigned incorporators, 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 Holbrook Enterprises & Associates, Inc.

ARTICLE II PRINCIPAL OFFICE

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

9653 SW Granada Court Palm City, FL 34991

ARTICLE III CAPITAL STOCK

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

100 Shares, No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Vester Holbrook 9653 SW Granada Court Palm City, Florida 34991

ARTICLE V INCORPORATORS

The names and street addresses of the incorporator to these Articles of Incorporation is:

Vester Holbrook 9653 SW Granada Court Palm City, Florida 34991

The undersigned has executed these Articles of Incorporation this the 27th day of March, 1998.

Vester W. Holbrook

CERTIFICATION OF DESIGNATION 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 Holbrook Enterprises & Associates, Inc.
- 2. The name and address of the registered agent and office is:

Vester W. Holbrook 9653 SW Granada Court Palm City, Florida 34991

Signature USTON WHOLESAND President

Date: March 27, 1998

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.

Signature

Vester W. Holbrook

Date: March 27, 1998

Registered Agent Filing Fee: \$35.00

98 APR 27: PM 4: 46
SECRETARY OF STATE
ANALYSEF, FLORIDA