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CHARLES V. BARRETT

ATTORNEY AT LAW

701 NORTH FRANKLIN STREET
TAMPA, FLORIDA 33602
(813) 224-0225

P.O. Box 172307
TAMPA, FLORIDA 33672-0307
FAX (813) 229-0298

March 19, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002465061--5
-03/23/98--01077--005
*****70.00 *****70.00

RE: Incorporation of Lorey Enterprises, Inc.

Dear Sirs and Mesdames:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered Agent fee	35.00
Total	\$ 70.00

Please file the original of the enclosed Articles of Incorporation.

Your prompt attention to this matter is appreciated.

Very truly yours,

CHARLES V. BARRETT III

CVB/aks
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -4 AM 11:00

RP
050498



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 24, 1998

CHARLES V. BARRETT, ESQ.
P.O. BOX 172307
TAMPA, FL 33672-0307

SUBJECT: LOREY ENTERPRISES, INC.
Ref. Number: W98000006555

We have received your document for LOREY ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 398A00015778

ARTICLES OF INCORPORATION

OF

Sun Valley Enterprises, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY -4 AM 11:00

ARTICLE I - NAME

The name of this corporation is:

Sun Valley Enterprises, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing and acknowledgment of these articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - 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/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED/PRINCIPAL OFFICE AND AGENT

The street address of the principal office of this corporation is 4102 West Linebaugh Avenue, Suite 100, Tampa, Florida 33624, and the name and address of the initial registered agent of this corporation is Charles V. Barrett III, Esquire, at 307 South Fielding Avenue, Tampa, Florida 33606. The above address, 4102 West Linebaugh Avenue, Suite 100, Tampa, Florida 33624, is the mailing address and the principal address for this corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one. The name(s) and address(es) of the initial board of directors of this corporation are:

Alice J. Lorey - 4102 West Linebaugh Avenue,
Suite 100, Tampa, Florida 33624

Richard J. Lorey - 4102 West Linebaugh Avenue,
Suite 100, Tampa, Florida 33624

Stephanie J. Lorey - 4102 West Linebaugh Avenue,
Suite 100, Tampa, Florida 33624

ARTICLE VIII - INCORPORATOR

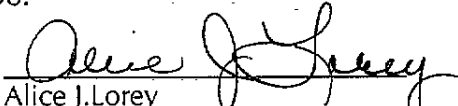
The name and address of the person signing these articles is:

Alice J. Lorey, 4102 West Linebaugh Avenue, Suite 100, Tampa,
Florida 33624

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 26 day of April, 1998.


Alice J. Lorey

STATE OF FLORIDA

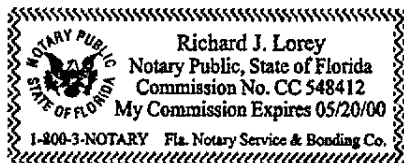
COUNTY OF Hillsborough

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared on this day Alice J. Lorey, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged that she executed these Articles of Incorporation for the purposes herein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 26 day of April, 1998.

Richard J. Lorey
Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

Sun Valley Enterprises, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Tampa, State of Florida, has named Charles V, Barrett III, Esquire, 307 South Fielding Avenue, Tampa, Florida 33606, Hillsborough County, State of Florida, as its registered agent to accept service of process within the state.

Having been named to accept service of process for the abovestated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office. I am familiar with and I accept the obligations of the position of registered agent for the corporation.

By:


Charles V. Barrett III, Esquire
RESIDENT REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -4 AM 11:00