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ALLEN W. LINDSAY, JR.*
ROY V. ANDREWS
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*ALSO ADMITTED IN ALABAMA
**ALSO ADMITTED IN ALABAMA & CALIFORNIA

June 17, 1998

(850) 623-3200
939-9095
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REPLY TO:
POST OFFICE BOX 586
MILTON, FLORIDA 32572

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

EFFECTIVE DATE

6-17-98

RE: CLOUTIER ENTERPRISES, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUN 19 AM 9:27

Dear Sir:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation of CLOUTIER ENTERPRISES, INC., together with our check in the amount of \$122.50 representing:

CORPORATE FILING FEE:	\$ 35.00
CERTIFIED COPY	52.50
RESIDENT AGENT DESIGNATIONS:	<u>35.00</u>
TOTAL:	\$122.50

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Should you have any questions or comments, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Sincerely yours,

LINDSAY, ANDREWS, LEONARD
& SLINGERLAND


J. JEFFERY SLINGERLAND

JJS\kal
Enclosures
cc: client

D. BROWN JUN 23 1998

EFFECTIVE DATE

6-17-98

ARTICLES OF INCORPORATION

OF

CLOUTIER ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 19 AM 9:27

ARTICLE I - NAME

The Name of the Corporation is CLOUTIER ENTERPRISES, INC.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual. Existence of the corporation shall commence on the date of execution and acknowledgement of these articles.

ARTICLE III - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act (FS §§ 607.0101 – 607.193).

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office and the principal office of this corporation is 6088 Lansing Drive, Milton, Florida 32570, and the name of the initial registered agent of this corporation at that address is RICHARD O. CLOUTIER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

NAME

ADDRESS

Richard O. Cloutier

6088 Lansing Drive, Milton, FL 32570

ARTICLE VII - INCORPORATORS

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

NAME

ADDRESS

Richard O. Cloutier

6088 Lansing Drive, Milton, FL 32570

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IV - AMENDMENT

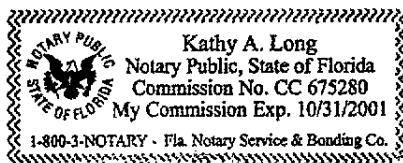
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

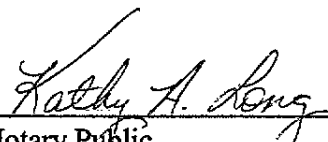
IN WITNESS WHEREOF, I, RICHARD O. CLOUTIER, the undersigned subscriber and incorporator of this corporation has executed these articles of incorporation this 17th day of June, 1998.


RICHARD O. CLOUTIER

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing Article of Incorporation were acknowledge before me this 17th day of June, 1998, by RICHARD O. CLOUTIER, who is personally known to me or who produced valid identification in the form of FLDL# C436-754-31-362.




Notary Public
Print Name Kathy A. Long
Commission No.: CC 675280
My Commission Expires: 10/31/01

ACCEPTANCE OF REGISTERED AGENT

I, RICHARD O. CLOUTIER, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


RICHARD O. CLOUTIER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 19 AM 9:27