

P 98000073057

TRANSMITTAL LETTER

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

100002619931--4
-08/19/98--01068--009
*****78.75 *****78.75

SUBJECT: FLAGLER HESS, INC.

Enclosed is the original and one (1) copy of the Articles of Incorporation; the Certificate of Designation and a check for \$78.75. Please send one Certificate of Status.

FROM: Diana Martinolich
P.O. Box 352017
Palm Coast, FL 32135

FILED
98 AUG 19 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER AUG 20 1998

ARTICLES OF INCORPORATION
OF
FLAGLER HESS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I NAME

The name of the corporation shall be: FLAGLER HESS, INC.

Article II PRINCIPAL OFFICE

The principal place of business shall be:

12 Blackwood Court
Palm Coast, FL 32127

and the mailing address of this corporation shall be:

P.O. Box 352017
Palm Coast, FL 32135-2017

Article III CAPITAL STOCK

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

<u>Number</u>	<u>Class</u>	<u>Par value per share</u>
100	Common	No Par

The preferences, limitations, designation and relative rights of Common Stock are as follows:

- 1) Ratable participation in earnings by way of cumulative dividends when and if declared by the Board of Directors out of legally available funds;
- 2) Ratable voting rights of one vote per share; and
- 3) Ratable participation in net assets after satisfying creditors upon liquidation.

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Article IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

Article V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:


Diana Martinolich
12 Blackwood Court
Palm Coast, FL 32137

Article VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Diana Martinolich
12 Blackwood Court
Palm Coast, FL 32137

The undersigned has executed these Articles of Incorporation this 12 day of August, 1998.


Diana Martinolich

**CERTIFICATE 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 FLAGLER HESS, INC.
2. The name and address of the registered agent and office is:

Diana Martinolich
12 Blackwood Court
Palm Coast, FL 32137

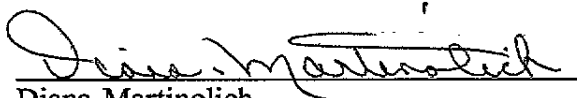
August 12, 1998


Diana Martinolich
President

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98 AUG 19 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 simultaneously with this designation 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 a registered agent.

August 12, 1998


Diana Martinolich