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October 14, 1998

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

300002664893--8  
-10/15/98--01087--016  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: MCGILL PROPERTIES, INC.

Dear Sir:

Enclosed for filing are original Articles Of Incorporation,  
Appointment Of Registered Agent, and Certificate Designating  
Place Of Business, along with my check in the amount of \$122.50  
representing the following:

Filing Fee-----\$ 35.00  
Certified Copy-----52.50  
Registered Agent Designation-----35.00

TOTAL-----\$122.50

Please forward a certified copy to me at your earliest  
convenience.

Very truly yours,

*Leonard H. Baird, Jr.*

LEONARD H. BAIRD, JR.  
LHB/rpe  
Enclosures  
Express Mail Delivery

FILED  
98OCT 15 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA-10/16/98

ARTICLES OF INCORPORATION

OF

McGILL PROPERTIES, INC.

FILED  
98 OCT 15 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is McGILL PROPERTIES, INC.,  
and its principal office and mailing address is:

P. O. Box 308, 7322 McGill Road, Groveland FL 34736

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of  
transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of  
common stock having a par value of \$10.00.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this  
corporation of the same kind, class or series as that which she  
already holds, shall have the right to purchase her prorata  
share thereof (as nearly as may be done without issuance of  
fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: P. O. Box 308, 7322 McGill Road, Groveland, FL 34736. The name of the initial Registered Agent of this corporation at that address is: FLORENCE Y. MCGILL.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1 or more than 3. The name and address of the initial director of this corporation is:

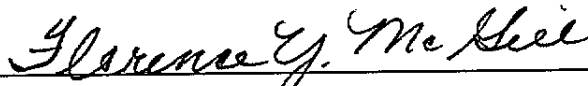
FLORENCE Y. MCGILL	P. O. Box 308
	7322 McGill Road
	Groveland, FL 34736

ARTICLE VIII - INCORPORATORS

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

FLORENCE Y. MCGILL	P. O. Box 308
	7322 McGill Road
	Groveland, FL 34736

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 13<sup>th</sup> day of October, 1998.

  
FLORENCE Y. MCGILL

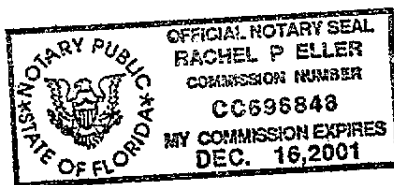
STATE OF FLORIDA )  
 : SS.  
COUNTY OF LAKE )

BEFORE ME, a Notary Public duly authorized to take  
acknowledgments in the State and County named above, personally  
appeared FLORENCE Y. MCGILL, known to me and known by me to be  
the person who executed the foregoing Articles Of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal in the State and County named above this 13<sup>th</sup>  
day of October, 1998.



Notary Public



**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 and Names and Addresses of the Officers and Directors.

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

First that MCGILL PROPERTIES, INC., a corporation duly organized and existing under the laws of the State of Florida with its principal office, as indicated in the Articles Of Incorporation at City of Groveland, County of Lake, State of Florida, has named FLORENCE Y. MCGILL, located at P. O. Box 308, 7322 McGill Road, Groveland, FL 34736, City of Groveland, State of Florida, as its agent to accept service of process within this state.

OFFICERS:    AFFIX TITLES:

NAME:

SPECIFIC ADDRESS:

FLORENCE Y. MCGILL-President

P. O. Box 308  
7322 McGill Road  
Groveland, FL 34736

BY: *Florence Y. McGill*  
FLORENCE Y. MCGILL  
Corporate Officer

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above state corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: *Florence Y. McGill*  
FLORENCE Y. MCGILL  
Resident Agent

APPOINTMENT OF REGISTERED AGENT

The Division of Corporations of the Department of State uses the following form to designate the registered agent:

Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May Be Served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First- MCGILL PROPERTIES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Groveland, State of Florida, has named FLORENCE Y. MCGILL, located at P. O. Box 308, 7322 McGill Road, Groveland, FL 34736, as its agent to accept service of process within Florida.

Signature:

*Florence Y. McGill*

FLORENCE Y. MCGILL  
Corporate Officer

Title: President

Date: October 13, 1998

98 OCT 15 PM 2:43  
FILED  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

*Florence Y. McGill*

FLORENCE Y. MCGILL  
Resident Agent

Date: October 13, 1998