

D98000091430
The Family Para-Legal Center, Inc.

Stephen L. Silvestro, DPL

1501 Ridgewood Avenue, Ste. 108
Holly Hill, Florida 32117
(904) 615-9955
FAX (904) 615-8155

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

200002664272--6
-10/15/98--01026--013
****210.00 *****70.00

In Re: Filing of Articles of Incorporation and Registered Agent
for: ~~Carter, Inc.~~ William S. Carter, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation. In addition, our check in the amount of \$70.00 which represents the filing fee and the registered agent fee is also enclosed.

Sincerely,

SL Silvestro, DPL
The Family Para-Legal Center

SLS/jls
Enclosures

FILED
98 OCT 27 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amy [Signature] GAVE
AUTHORITY TO SIGN TO
CORP. SEC. [Signature] b.
DATE [Signature]
DOC. # [Signature]

W98-2345

P. Hall
OCT 27 1998

(S)





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 15, 1998

SL SILVESTRO
1501 RIDGEWOOD AVE, SUITE 108
HOLLY HILL, FL 32117

SUBJECT: CARTER, INC.
Ref. Number: W98000023455

We have received your document for CARTER, INC. and check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 398A00051122

The Family Para-Legal Center, Inc.

Stephen L. Silvestro, DPL

1501 Ridgewood Avenue, Suite 108

Nolly Hill, Florida 32117

(904) 615-9955

Fax: (904) 615-8155

October 23, 1998

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

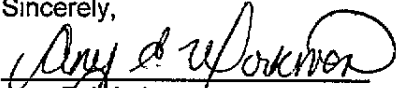
In Re: Carter, Inc.
Ref. Number: W98000023455

Enclosure

Dear Gentleman/Madam:

Please find enclosed the new name for the corporation aforementioned. Upon recording the same, forward back to us your stamped copy of this incorporation.

Sincerely,



Amy E. Workman
Family Paralegal Center, Inc.

cc:
File
SL Silvestro

SLS/aw

We Do Not Give Legal Advice

ARTICLES OF INCORPORATION

FILED

98 OCT 27 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the incorporation is: William S. Carter, Inc.
2. The principal place of business and mailing address of the corporation is: 1025 S. Atlantic Avenue, Daytona Beach, Florida 32118.
3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only.
4. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the activity of marketing and time shares.
5. The registered agent of the corporation is William S. Carter, and the registered address is: 1025 S. Atlantic Avenue, Daytona Beach, Florida 32118.

This address is the same as the principal place of business and the mailing address of the corporation.

6. The initial Board of Directors shall have 4 members whose name's and address are as follows:

WILLIAM S. CARTER, President, 1609 Magnolia St., New Smyrna Beach, Florida 32168.

DIANE P. CARTER, Secretary/Treasurer, 1609 Magnolia St., New Smyrna Beach, Florida 32168.

SHEREE G. URICH, Vice President, 1404 Golf Avenue, Ormond Beach, Florida 32174.

JAMES F. REES, Vice President, 1404 Golf Avenue, Ormond Beach, Florida 32174.

7. The incorporator of this corporation is WILLIAM S. CARTER, whose address is: 1609 Magnolia Street, New Smyrna Beach, Florida 32168.
8. It is the intent of the incorporation that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

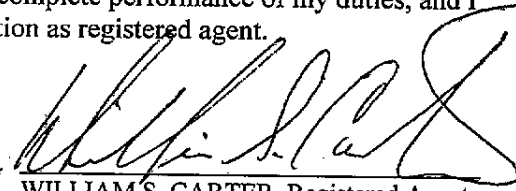
DATED: 24, September 1998


WILLIAM S. CARTER, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

DATED: 24 September, 1998



WILLIAM S. CARTER, Registered Agent

FILED
98 OCT 27 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA