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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8370 • 1-800-342-8062 • Fax (850) 222-1222

Bailey & Company, Inc.

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DIVISION OF CORPORATION

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

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SECRETARY OF STATE
DIVISION OF CORPORATION

Signature _____

Requested by: cy

Name _____

Date 10/29

Time 9:53

Walk-In _____

Will Pick Up _____

OCT 29 1998

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

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OF

BAILEY AND COMPANY, INC.

This is to certify that the undersigned does hereby establish a corporation under and by virtue of the provisions of Chapter 607, Title XXXVI, Florida Statutes and acts amendatory thereof, for the purposes and under the corporation hereinafter mentioned, and to that end, does, by these Articles of Incorporation, set forth the following:

ARTICLE I

The name of the corporation is BAILEY AND COMPANY, INC.

ARTICLE II

The address of the initial registered offices of the corporation shall be 6800 Maloney Ave., L38, Key West, Florida 33040 and the name of the initial registered agent for the corporation shall be William C. Bailey, a resident of the State of Florida.

ARTICLE III

The mailing address of the corporation is and the principal office of the corporation is 6800 Maloney Ave., L38, Key West, FL 33040.

ARTICLE IV

The nature of the business and the objects and purpose or purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida. In addition, the corporation shall have the power to carry on business of any character that is not prohibited by law or required to be stated in the articles.

ARTICLE V

The total number of shares which this corporation is authorized to issue is 100 shares of common stock with one dollar (\$1.00) par value for each share. Shareholders of the corporation shall have a preemptive right to purchase treasury or non issued capital stock of the corporation and to vote their shares on a cumulative basis for the election of the Board of Directors.

ARTICLE VI

The initial Board of Directors of the corporation shall consist of two (2) persons, and the names and address of the individual who is to serve as the directors of the corporation is as follows:

William C. Bailey	Theresa E. Bailey
6800 Maloney Ave. L38	6800 Maloney Ave. L38
Key West, FL 33040	Key West, FL 33040

ARTICLE VII

The period of duration of the corporation is perpetual.

IN WITNESS WHEREOF, I set my signature this 28th day of October, 1998.

William C. Bailey

William C. Bailey
Incorporator

STATE OF FLORIDA:
COUNTY OF MONROE:

I, the undersigned Notary Public in and for the jurisdiction aforesaid do hereby certify
that William C. Bailey who is personally known to me or who produced
_____, as identification, and whose name is signed to the foregoing
Articles of Incorporation has acknowledged the same before me.

Given under my hand and seal this 28th day of October, 1998.

MARIA T. BEALE

Printed Name of Notary

Maria T. Beale

NOTARY PUBLIC

My Commission Expires:



CONSENT OF REGISTERED AGENT

I hereby certify that I, the undersigned, William C. Bailey, do accept and acknowledge that I am the Registered Agent, as defined in Florida Statutes, for the Florida corporation, BAILEY AND COMPANY, INC., and that the registered office at which I am registered agent is 6800 Maloney Ave., L38, Key West, Florida, 33040, as designated in the foregoing Articles of Incorporation.

Signed and acknowledged at Key West, Florida, this 28th day of October, 1998.


WILLIAM C. BAILEY
Registered Agent

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