

**JAMES M. GUEST, P.A.**  
CERTIFIED PUBLIC ACCOUNTANT

15600 S.W. 288 STREET - SUITE 310  
HOMESTEAD, FLORIDA 33033  
(305) 248-0861  
Fax (305) 245-2326

P98000092218

October 26, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32319

800002675448--3  
-10/29/98--01031--011  
\*\*\*\*131.25 \*\*\*\*\*87.50


RE: Articles of Incorporation  
CAROL DUNCAN, INC.

Dear Sir/Madam:

In reference to the above, please find enclosed original and one(1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also, enclosed is my check in the amount of \$131.25 which represents \$35.00 for filing fee, \$35.00 for Registered Agent Fee, \$52.50 for Certified Copy and \$8.75 for Certificate of Status. Please return the Certified copy of the Articles of Incorporation in the self-addressed envelope.

If you have any questions, please feel free to contact me.

Sincerely,



JAMES M. GUEST, CPA

JMG/nsb  
Enclosures

FILED  
98 OCT 29 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TA-10/29/98

**ARTICLES OF INCORPORATION**  
**OF**  
**CAROL DUNCAN, INC.**

We, the undersigned, as proper persons acting as incorporators of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of the Corporation is: **CAROL DUNCAN, INC.**

**ARTICLE II**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE III**  
**NATURE OF BUSINESS**

The purpose of the Corporation is : The general nature of the business is to be transacted by this Corporation is to engage in any all business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of authorized shares of this Corporation is: One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**REGISTERED AGENT**

The Registered Agent and the street address of the initial registered and principal office of this Corporation in the State of Florida shall be:

**JAMES M. GUEST, CPA, P.A.**  
**15600 S.W. 288TH STREET**  
**SUITE 310**  
**HOMESTEAD, FL. 33033**

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

**ARTICLE VII**  
**INITIAL DIRECTOR**

The number of directors constituting the initial Board of Directors of the Corporation is ONE, and the name and address of the person who is to serve as Director until the first

annual meeting of shareholders or until his successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
CAROL DUNCAN	20221 S.W. 316TH STREET HOMESTEAD, FL. 33030-5111

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
CAROL DUNCAN	20221 S.W. 316TH STREET HOMESTEAD, FL. 33030-5111

**ARTICLE IX**  
**INITIAL OFFICERS**

The person or persons named below as Initial Officers shall hold their respective office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

PRESIDENT	CAROL DUNCAN
VICE PRESIDENT	CAROL DUNCAN
TREASURER	CAROL DUNCAN
SECRETARY	CAROL DUNCAN

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing  
Articles of Incorporation, this 26<sup>th</sup> day of October, 1998.

Carol Duncan  
CAROL DUNCAN, Incorporator

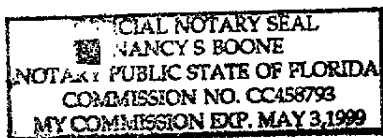
STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF MIAMI DADE)

BEFORE ME, a Notary Public, personally appeared, CAROL DUNCAN, to me known  
to be the person described as Incorporator and who executed the foregoing Articles of  
Incorporation.

WITNESS my hand and official seal in Miami-Dade County, Florida, this 26<sup>th</sup>  
day of October, 1998.

Nancy A. Boone  
NOTARY PUBLIC, State of Florida

My Commission expires: May 3, 1999 (SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with said Act:

That Carol Duncan, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami Dade, State of Florida, has appointed JAMES M. GUEST, CPA, P.A., 15600 S. W. 288TH Street, Suite 310, Homestead, County of Miami Dade, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 26<sup>th</sup> day of October, 1998.

  
JAMES M. GUEST

**FILED**  
98 OCT 29 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA