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WENRICK & ASSOCIATES, C.P.A.

FILED

98 NOV -9 PM 12:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 6, 1998

Department of State  
Division of Corporations  
P.O. Box 6307  
Tallahassee, Florida 32314

700002682887--4  
-11/09/98--01033--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: ARTICLES OF INCORPORATION  
Richard M. Brakefield, Inc. ...

Dear Sirs:

Enclosed are the ARTICLES OF INCORPORATION for Richard M. Brakefield, Inc. Also enclosed is a check for \$70.00 for the Filing Fee and Designation of Registered Agent. Please return all completed documents to the address listed on the letterhead.

Sincerely yours,

A handwritten signature in cursive script, appearing to read 'Joel R. ...', written in dark ink.

WENRICK & ASSOCIATES, C.P.A.

ENCLOSURES

P. Hall

NOV 12 1998

A handwritten number '4' enclosed within a hand-drawn circle.

4013 W. Linebaugh Avenue • Tampa, FL 33624 • (813) 962-1167

4129 Mallard Drive • Safety Harbor, FL 34695 • (813) 726-7240

Fax (813) 264-7161

**ARTICLES OF INCORPORATION**  
**OF**

**Richard M. Brakefield, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE 1 - NAME**

The name of this Corporation is **Richard M. Brakefield, Inc.** (hereinafter called the "Corporation")

**ARTICLE 11 - EFFECTIVE DATE AND DURATION**

The Corporation will have an effective date of November 9, 1998 and will exist for a perpetual period.

**ARTICLE 111 - PURPOSE**

The purpose for which the Corporation is organized is to engage in any lawful business or activity permitted under the laws of the state of Florida.

**ARTICLE 1V - CAPITAL STOCK**

The Corporation is authorized to issue two thousand (2,000) shares of common stock, having a par value of ten cents per share (\$.10) per share.

**ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial register office of the Corporation is 412 E. Madison St. Ste. 1110 Tampa, Fl. 33602 and the name of the initial registered agent of the corporation at that address is Richard M. Brakefield and the principal address and registered office address of the Corporation are the same.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time by amendment to the Bylaws, but shall never be less than one (1).

The name and address of the person to serve as sole director of the Corporation until the first annual meeting of shareholders, or until his successor(s) have been duly elected and qualified is:

Richard M. Brakefield  
412 E. Madison Ave. Suite 1110  
Tampa, Fl. 33602

**ARTICLE VII - INCORPORATOR**

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

Richard M. Brakefield  
412 E. Madison Ave. Suite 1110  
Tampa, Fl. 33602

**ARTICLE VIII - BYLAWS**

The board of directors shall adopt the initial Bylaws, and from time to time may alter, amend or repeal the Bylaws or adopt new Bylaws adopted by the Board of Directors.

In WITNESS WHEREOF, I have set my hand this 9<sup>TH</sup> day of November, 1998 on these Articles of Incorporation.

  
Richard M. Brakefield, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

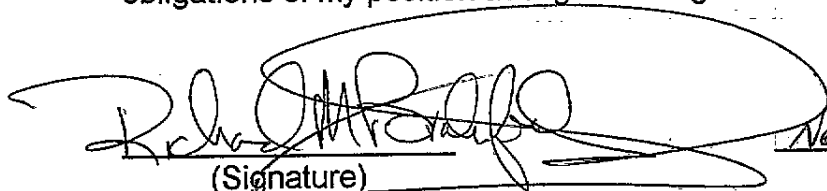
**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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: Richard M. Brakefield, Inc.
2. The name and address of the registered agent and office is:

Richard M. Brakefield  
412 E. Madison St. Suite 1110  
Tampa, Fl. 33602

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 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.

  
(Signature)

Nov 9, 1998  
(Date)