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BARLOW & BOHNE
Attorneys and Counsellors at Law
A Partnership Including Professional Associations

T. Mitchell Barlow, P.A.
Karl W. Bohne, Jr., P.A.

Melbourne

780 S. Apollo Blvd.
Suite 107

Melbourne, Florida 32901

Telephone: (407) 723-3321

Facsimile: (407) 984-5266

December 7, 1998

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

800002708638--0
-12/10/98--01041--004
*****122.50 *****78.75

Re: Improvement General, Inc.

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for "Improvement General". Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$	35.00	Filing fee
	35.00	Certificate of designation of registered agent
	<u>52.50</u>	Certified copy

\$ 122.50

Kindly file the original Articles of Incorporation in your offices and return the copy to our office.

Thank you for your attention to this matter. If you should have any questions, I would be pleased to hear from you.

Yours very truly,

Christine D. Pennington
Christine D. Pennington, Secretary to
Karl W. Bohne, Jr.

/cdp
Enclosures

SD
12/11

ARTICLES OF INCORPORATION
OF
IMPROVEMENT GENERAL, INC.

FILED
98 DEC 10 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - Name

The name of the corporation is IMPROVEMENT GENERAL, INC.

ARTICLE II - Duration

The period of duration of the corporation is perpetual.

ARTICLE III - Purpose

The purpose or purposes for which the corporation is organized is to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - Registered Office and Agent

The street address of the initial principal office of this corporation is 7777 N. Wickham Road, #12-418, Melbourne, Florida 32940, and the name of the initial registered agent of this corporation is KARL W. BOHNE, JR., whose address is 780 S. Apollo Blvd., Suite 107, Melbourne, Florida 32901.

ARTICLE VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be more than three (3). The name and address of the initial directors of this corporation are:

Robert A. Klaus	7777 N. Wickham Road, #12-418 Melbourne, Florida 32940
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Eulalia Klaus	7777 N. Wickham Road, #12-418 Melbourne, Florida 32940
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ARTICLE VII - Incorporators

The name and address of the initial incorporator of this corporation is:

Robert A. Klaus	7777 N. Wickham Road, #12-418 Melbourne, Florida 32940
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ARTICLE VIII - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - Amendment

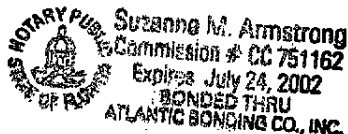
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

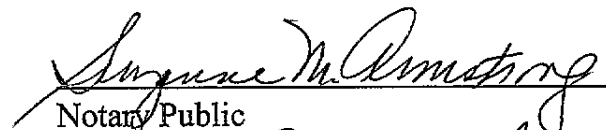
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 27th day of December, 1998.


Robert A. Klaus

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing Articles of Incorporation were acknowledged before me this 7th day of December, 1998 by ROBERT A. KLAUS who is personally known to me or who has produced personally known as identification and who did not take an oath.




Notary Public
Printed Name: Suzanne M. Armstrong
Commission No.: CC 751162
Commission Expires: July 24, 2002

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

FILED
98 DEC 10 AM 7:38
TALLAHASSEE, FLORIDA
CLERK OF STATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That IMPROVEMENT GENERAL, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 7777 N. Wickham Road, #12-418, Melbourne, Florida 32940, has named KARL W. BOHNE, JR., 780 S. Apollo Blvd., Suite 107, Melbourne, Florida 32901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated 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:


Karl W. Bohne, Jr., Registered Agent