MYRTICE R. WALDO, P.A.

ATTORNEY AT LAW

Post Office Box 140773 • Gainesville, FL 32614-0773

Bus: (352) 372-9820

P98000106086

December 17, 1998

Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

EFFECTIVE DATE



Gentlemen:

I am enclosing the original articles of incorporation for M. Jean McCallister for your approval and filing. My check for \$70 is enclosed to cover the cost of filing and designating the registered agent. Please return a copy of the articles of incorporation showing the filing information:

Thank you for your assistance.

100002718171--7 -12/21/98--01126--002 ******70.00 ******70.00

Sincerely yours,

Myrtice R. Waldo, Esq.

MRW:cc . Encl.

ARTICLES OF INCORPORATION

OF

M. JEAN McCALLISTER, INC.

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

EFFECTIVE DATE
12 -20 - 98

ARTICLE I

NAME

The name of this corporation is M. JEAN MCCALLISTER, INC.

ARTICLE II

DURATION

The period of its duration is perpetual. The corporation shall commence existence on December 20, 1998.

ARTICLE III

PURPOSE

The general nature and purposes of business to be transacted, promoted, and carried on by the corporation are as follows:

- a. To conduct business in, have one or more offices in, the State of Florida.
- b. To engage in the sale of real property for the general public.
- c. To hold title to real property and tangible personal property and to transfer title to others. To borrow money, issue or sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of indebtedness as required. and to collect debts for the corporation.

d. To engage in any other activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue ____1000_ shares, all of one class, at __no__ par value.

ARTICLE V

INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The name and address of the initial registered agent and the principal office of this corporation are as follows:

The initial registered agent is: M. JEAN McCALLISTER. The address of the registered agent is 9601 S. W. 54th Road, Gainesville, FL 32608.

The principal office of the corporation is: 9601 S. W. 54th Road, Gainesville, FL 32608.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

The names and addresses of the initial directors of this corporation are:

<u>Name</u>	Address
M. JEAN McCALLISTER	9601 S. W. 54th Road Gainesville, FL 32608
CHARLIE McCALLISTER	9601 S. W. 54th Road Gainesville, FL 32608

ARTICLE VII

INCORPORATOR

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

Name

Address

M. JEAN McCALLISTER

9601 S. W. 54th Road Gainesville, FL 32608

ARTICLE VIII

CUMULATIVE VOTING

In any election of directors by the shareholders, such shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares it equals, or to distribute them on the same principal among as many candidates as he sees fit, provided however, that notice shall be given by any shareholder to the President or a Vice President of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the bylaws of the corporation.

ARTICLE IX

PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the

shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

AMENDMENT OF ARTICLES

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.

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a majority of votes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this <u>17th</u> day of <u>December</u>, 1998.

M. Jean Mc Callitar M. JEAN McCALLISTER

Incorporator

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for this corporation.

M. JEAN McCALLISTER

Registered Agent

STATE OF FLORIDA COUNTY OF ALACHUA

My commission expires:

Notary Public, State of Florida

Official Seel
MYRTICE R. WALDO
Notary Public, State of Florida
My comm. expires Feb. 19, 2000
Comm. No. CC533982

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this ____17th__ day of __December_, 1998, by __M. JEAN McCALLISTER_, who is personally known to me or who has produced ___ a driver's license__ as identification and who did/did not take an oath that she signed the foregoing instrument as registered agent.

My commission expires:

Notary Public, State of Florida

Official Seel
MYRTICE R. WALDO
Notary Public, State of Florida
My comm. expires Feb. 19, 2000
Comm. No. CC533982