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

Re: Billy Sprague Papermill Consultant Services, Inc.
(name of corporation)

FILED
JAN 14 AM 9:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 20.00

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

William H. SDRAGUE
(individual's name)

Billy Sprague Papermill Consultant Services
(name of corporation)

MAILING ADDRESS OF CORPORATION		
1515 Ocean Blvd.		
ATLANTIC BEACH, FL. 32233		
904	PHONE	249-5484
(904)	Area Code	Number
		Ext.

ajc
1/11/98

ARTICLES OF INCORPORATION

of

Billy SPRAGUE Papermill Consultant Services, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Billy SPRAGUE Papermill Consultant Services, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any 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 one Hundred shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JEAN T. SPRAGUE</u>		
ADDRESS	<u>1515 Ocean Blvd</u>		
CITY	<u>Atlantic Beach FL</u>	FLORIDA <u>Florida</u>	ZIP <u>32233</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>William H. SPRAGUE</u>		
ADDRESS	<u>1515 Ocean Blvd</u>		
CITY	<u>Atlantic Beach</u>	STATE <u>Florida</u>	ZIP <u>32233</u>
NAME	<u>JEAN T. SPRAGUE</u>		
ADDRESS	<u>1515 OCEAN BLVD</u>		
CITY	<u>Atlantic Beach</u>	STATE <u>Florida</u>	ZIP <u>32233</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

FILED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	William H. SPRAGUE		
ADDRESS	1515 Ocean Blvd.		
CITY	Atlantic Beach	STATE	Florida
		ZIP	32233
NAME	Jean T. SPRAGUE		
ADDRESS	1515 Ocean Blvd		
CITY	Atlantic Beach	STATE	Florida
		ZIP	32233
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19 _____.

William H. Sprague (Seal)
Jean T. Sprague (Seal)
 _____ (Seal)

STATE OF FLORIDA)
 COUNTY OF Duval) SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

William H. SPRAGUE and Jean T. SPRAGUE

FDL exp. 2000

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that They executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 12 day of January, 19 99.



SARA LEE HAYS
 COMMISSION # CC625615
 EXPIRES MAR 02, 2001
 BONDED THROUGH
 ATLANTIC BONDING CO., INC.

Sara Lee Hays
 (Notary Public, State of Florida at Large)
 My commission expires:

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 14 AM 9:46

FILED

Billy SPRAGUE Papermill Consultant Services
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida

with its registered office as indicated in the Articles of Incorporation

at 1515 OCEAN BLVD.

ATLANTIC BEACH, FLORIDA 32233

has named JEAN T. SPRAGUE

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation
at the place designated in this certificate, I hereby accept to act in this capacity,
and agree to comply with the provisions of Florida Law in keeping open said
office.

Jean T. Sprague
(registered agent)