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ROBERT F. VASON, JR.
S.I. VALBH, ASSOCIATE

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January 20 1999

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

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-01/22/99--01035--018
*****78.75 *****78.75

Re: The RL Keeler Company

Dear Sir or Madam:

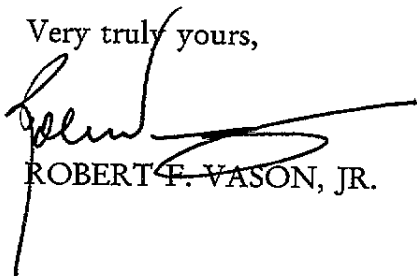
Enclosed please find original and one (1) copy of Articles of Incorporation for The RL Keeler Company, accompanied by our remittance in the amount of \$78.75 representing the following fees:

Filing Fee:	\$ 35.00
Registered Agent Designation:	\$ 35.00
Certified Copy:	\$ 8.75
Total	<u>\$78.75</u>

I would sincerely appreciate your filing the enclosed Articles of Incorporation and then mailing to us a certified copy of the filed Articles.

Should you have any questions, please do not hesitate to contact me. Thank you for your assistance in this regard.

Very truly yours,


ROBERT F. VASON, JR.

RFV/kkm
Enclosures
cc: Mr. Ralph L. "Bud" Keeler

FILED
99 JAN 22 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

59
1/27

ARTICLES OF INCORPORATION
OF
THE RL KEELER COMPANY

FILED
99 JAN 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this Corporation is THE RL KEELER COMPANY, and its address is 1201 Bly Court, Eustis, Florida 32726.

ARTICLE II

DURATION: This Corporation shall exist perpetually.

ARTICLE III

PURPOSE: The purpose is to engage in any activities or business permitted in the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK: The Corporation shall have the authority to issue ONE THOUSAND (1,000) shares of stock, all of one class, FIVE DOLLAR (\$5.00) par value.

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office and Resident Agent of this Corporation is 1201 Bly Court, Eustis, Florida 32726, and the name of the initial Registered Agent and Resident Agent of this Corporation at that address is RALPH L. KEELER, JR.

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This Corporation shall have one Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this Corporation are:

RALPH L. KEELER, JR.
1201 Bly Court
Eustis, Florida 32726


ARTICLE VIII

INCORPORATOR: The name and address of the person signing these Articles is:

RALPH L. KEELER, JR.
1201 Bly Court
Eustis, Florida 32726

ARTICLE IX

POWER TO AMEND BYLAWS: The Bylaws can only be amended by a fifty-one (51%) percent majority vote of the outstanding shares.


RALPH L. KEELER, JR.

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 20th day of January, 1999, by RALPH L. KEELER, JR.,

- (X) who is personally known to me and did not take an oath.
- () who has produced _____ as identification and did take an oath stating he was indeed the person set forth herein.

Karen K. Maxwell
NOTARY PUBLIC - State of Florida
My Commission Expires:



ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, RALPH L. KEELER, JR., hereby accept the position of Registered and Resident Agent for THE RL KEELER COMPANY.


RALPH L. KEELER, JR.

FILED

99 JAN 22 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA