

P99000016447

DARBY, PEELE, BOWDOIN, PAYNE & KENNON

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HERBERT F. DARBY, P.A.
S. AUSTIN PEELE, P.A.
W. RODERICK BOWDOIN, P.A.
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ATTORNEYS AT LAW

February 12, 1999

327 NORTH HERNANDO STREET
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LAKE CITY, FLORIDA 32056
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Corporate Records Bureau
Division of Corporations, Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

300002779433--5
-02/18/99--01060--007
*****78.75 *****78.75

Re: Magnolia Dreams, Inc.

EFFECTIVE DATE

2-16-99

Dear Sir/Madam:

Please find enclosed herewith the original and executed copy of Articles of Incorporation of Magnolia Dreams, Inc., a corporation for profit. Please file the original Articles of Incorporation, certify the copy and return it to me.

Also enclosed is our check in the sum of \$78.75 as payment for the following costs:

Filing Fee:	\$35.00
Fee for certified copy:	8.75
Fee for designation of registered agent	35.00
Total:	\$78.75

Since the registered agent for this corporation is properly designated in the Articles of Incorporation, and she has signed as an incorporator, we presume no separate certificate is required with regard to the same.

Thank you.

Very truly yours,


Thomas J. Kennon, III
For the Firm

TJKIII/sc
Enclosures
1. Articles and copy
2. check

P. Hall

FEB 19 1999

FILED
99 FEB 18 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TJKIII/sc
02/12/99

FILED
99 FEB 18 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MAGNOLIA DREAMS, INC.**

EFFECTIVE DATE
2-16-99

The undersigned incorporators hereby form and organize a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **MAGNOLIA DREAMS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal office of the corporation is 3136 216th Street, Lake City, Florida 32024-2416, and the mailing address of the corporation is 3136 216th Street, Lake City, Florida 32024-2416.

ARTICLE III - PURPOSE

The general purposes for which this corporation is organized and the nature of the business to be transacted by it are any and all lawful activities or businesses permitted by the law and the corporation shall have the power and authority to do any and all things to the same extent as a natural person.

It is the intention of this article that the powers and nature of the business of this corporation shall not in any way be restricted or limited except by operation of law and the

corporation shall have all powers as may be granted either now or hereafter to corporations by the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$1.00 per share, fully paid and non-assessable.

Authorized capital stock may be paid for in cash, services, or property, at a just value, but not less than par value, to be fixed by the Board of Directors of this corporation.

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or 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 V - REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation is 3136 216th Street, Lake City, Florida 32024-2416. The registered agent of the corporation at such office is LAURA B. HUTCHINS. The registered agent, by signing these Articles of Incorporation, accepts appointment as such and certifies that she is familiar with and accepts the duties and responsibilities as registered agent for the corporation.

ARTICLE VI - DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

The name and address of the member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
LAURA B. HUTCHINS	3136 216th Street Lake City, Florida 32024-2416

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The name and address of the incorporator who has executed these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
LAURA B. HUTCHINS	3136 216th Street Lake City, Florida 32024-2416

ARTICLE VIII - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his/her votes by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his/her shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE IX - COMMENCEMENT OF EXISTENCE

The corporation shall commence existence at 12:01 A.M. on February 16, 1999.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in duplicate this 12th day of February, 1999.

 (SEAL)
LAURA B. HUTCHINS

STATE OF FLORIDA
COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 12th day of February, 1999, by LAURA B. HUTCHINS, who is personally known to me, or who has produced, N/A as identification.

Sherry A. Claytor
Notary Public, State of Florida
Sherry A. Claytor

(NOTARIAL SEAL)

Typed/printed name of notary
My Commission Expires:

c:\corporate\magnolia.art



Sherry A. Claytor
MY COMMISSION # CC716203 EXPIRES
May 20, 2002
BONDED THRU TROY FAIR INSURANCE, INC.