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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Avalon Park Enterprises, Inc.

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**ARTICLES OF INCORPORATION
OF
AVALON PARK ENTERPRISES, INC.**

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 AND PRINCIPAL OFFICE

The name of this corporation is AVALON PARK ENTERPRISES, INC., and its principal office is located at 8990 N. Davis Highway, Apt. #66, Pensacola, Florida 32514, and its mailing address is the same.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of one class and series.

Kramer A. Litvak
Emmanuel, Sheppard & Condon
P. O. Drawer 1271
Pensacola, FL 32596
Bar #: 0965881

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ARTICLE V

PREEMPTIVE RIGHTS

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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

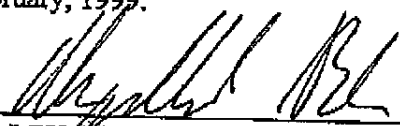
The street address of this corporation's initial registered office is 8990 N. Davis Highway, Apt. #66, Pensacola, Florida 32514, and the name of this corporation's initial registered agent is ALEXANDER STEWART BACH.

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is ALEXANDER STEWART BACH.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of February, 1999.



ALEXANDER STEWART BACH,
Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18th day of February, 1999,
by ALEXANDER STEWART BACH, who personally appeared before me and who is
personally known to me or who has produced driver's license as identification.



Notary Public, State of Florida

(AFFIX OFFICIAL SEAL)

KRAMER LITVAK
Notary Public State of FL
Comm Exp. March 9, 1999
Comm No. CC 444417

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, ALEXANDER STEWART BACH, am familiar with and hereby accept the appointment as Registered Agent for AVALON PARK ENTERPRISES, INC., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 18th day of February, 1999.



ALEXANDER STEWART BACH

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TALLAHASSEE, FLORIDA