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**ANDREWS & DAVIS**

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The Professional Building  
694 Baldwin Avenue, Ste. 1  
DeFuniak Springs, Florida 32433

Angus G. Andrews, Sr.  
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February 26, 1998

The Department of State  
Division of Corporation  
409 E. Gaines Street  
Tallahassee, Florida 32311

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\*\*\*131.50 \*\*\*\*\*87.75

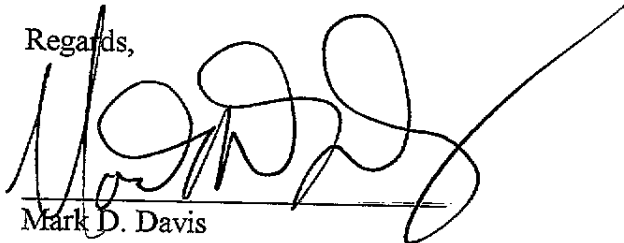
**Re: HS RACHELS, INC.**

Dear Division of Corporation:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation of Acceptance of Registered Agent for a Florida Corporation. Also, enclosed is a check for \$131.50 for filing of the HS RACHELS, INC.

Please provide a certificate of status, and a certified copy of these articles.

Regards,



Mark D. Davis  
ANDREWS & DAVIS

MDD.sjd  
Enclosures

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**ARTICLES OF INCORPORATION OF**  
**HS RACHELS, INC.**

The undersigned, acting as the incorporator of a corporation pursuant to the Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE ONE**  
**NAME**

The name of the corporation is HS RACHELS, INC.

**ARTICLE TWO**  
**CORPORATE DURATION**

The duration of the corporation is perpetual unless dissolved according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed by the Department of State.

**ARTICLE THREE**  
**PURPOSE OR PURPOSES**

The purpose or purposes for which this corporation is organized is to engage in any necessary and lawful business activity allowed by law.

**ARTICLE FOUR**  
**TAX ORGANIZATION**

The Shareholders hereby elect to form a Subchapter S corporation as defined by the United States Code.

**ARTICLE FIVE**  
**CAPITALIZATION**

The number of share of stock that this place corporation is to have outstanding at any one time is one hundred (50) and shall have no par value.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 2 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361 (c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

**ARTICLE SIX  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 694 Baldwin Avenue, Suite 3, DeFuniak Springs, Florida 32433; and the name of its initial registered agent at such address, is MARK D. DAVIS.

**ARTICLE SEVEN  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The names and addresses of each person who is to serve as a member of the initial board of directors are:

SHIRLEY HOPE RACHELS  
Hill Street  
DeFuniak Springs, Florida 32433

SAMUEL TINDOL RACHELS  
400 Bud McBroom Road  
DeFuniak Springs, Florida 32433

**ARTICLE EIGHT  
INCORPORATOR**

The name and address of the incorporator is:

SAMUEL TINDOL RACHELS  
400 Bud McBroom Road  
DeFuniak Springs, Florida 32433

**ARTICLES NINE  
OFFICERS**

The name and address of each officer is:

SHIRLEY HOPE RACHELS  
Hill Street  
DeFuniak Springs, Florida 32433

Sec./Treas.

SAMUEL TINDOL RACHELS  
400 Bud McBroom Road  
DeFuniak Springs, Florida 32433

President

**ARTICLE TEN  
SHARES**

SHIRLEY HOPE RACHELS 25  
Hill Street  
DeFuniak Springs, Florida 32433

SAMUEL TINDOL RACHELS 25  
400 Bud McBroom Road  
DeFuniak Springs, Florida 32433

**ARTICLE ELEVEN  
PRINCIPAL BUSINESS ADDRESS**

The principal place of business is 783 Golf Club Drive, Red Bay, Florida 32455. The mailing address for the corporation is Post Office Box 88, DeFuniak Springs, Florida 34235.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 26<sup>th</sup> day of February, 1999.

*Samuel Tindol Rachels*  
Samuel Tindol Rachels

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing was acknowledged before me this 26<sup>th</sup> day of February, 1999, by Samuel Tindol Rachels, who is personally known to me or who produced identification and who did not take an oath.

*Susan J. Davis*  
Notary Public ( )  
My Commission Expires:

Susan J Davis  
My Commission CC700891  
Expires December 7, 2001

To: The Department of State  
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OF DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

HS RACHELS, INC., with its place of business at 783 Golf Club Drive, Red Bay, Florida 32455, has named Mark D. Davis, located at 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida, 32433 as its agent to accept service of process within Florida.


Dated 26<sup>th</sup> of February, 1999.

  
SAMUEL TINDOL RACHELS

**ACCEPTANCE OF SERVICE**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated 26<sup>th</sup> of February, 1999.

  
MARK D. DAVIS

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