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April 13, 1999

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

RE: DEARNELL AND THOMPSON, INC.

Dear Sir/Madam:

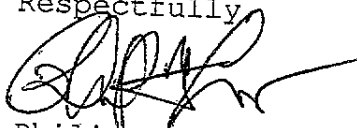
With respect to the above, I herewith enclose an original and one copy of the Articles of Incorporation for the above referenced corporation and a check in the amount of \$78.75, which, represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$ 8.75
Registered Agent	\$35.00

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*****78.75 *****78.75

Please file the original of the enclosed Articles of Incorporation and Designation and Acceptance of Resident Agent and return a certified copy to the undersigned.

Respectfully



Philip F. Lupo, Esquire

PFL:rd

enclosures

Bmc
4/19/99

FILED
99 APR 16 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 APR 16 AM 9:53

ARTICLES OF INCORPORATION

DEARNELL AND THOMPSON, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Dearnell and Thompson, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business in which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with par value of \$1.00.

ARTICLE V - ADDRESS OF PRINCIPLE OFFICE

The initial street address of the principle office of this corporation shall be 3813 South Hopkins Avenue, #4, Titusville, Florida, 32780. The mailing address of the corporation shall be 3813 South Hopkins Avenue, #4, Titusville, Florida, 32780.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1900 Rockledge Blvd., Rockledge, Florida, 32955 and the name of the initial registered agent of this corporation at that address is Philip F. Lupo, ESQ.


ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Initial Board of Directors of the corporation shall consist of no less than one (1) and no more than two (2) members. The names and addresses of the initial Board of Directors of this corporation are: Thomas D. Dearnell at P.O. Box 1078, Titusville, Florida, 32781 and Robert R. Thompson at 3813 South Hopkins, #4, Titusville, Florida, 32780.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is: Robert R. Thompson at 3813 South Hopkins, #4, Titusville, Florida, 32780.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13 day of April, 1999.

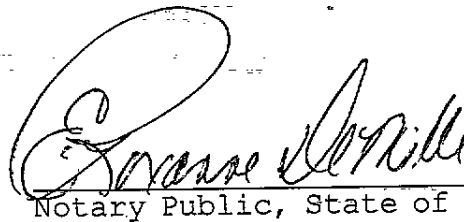

Robert R. Thompson

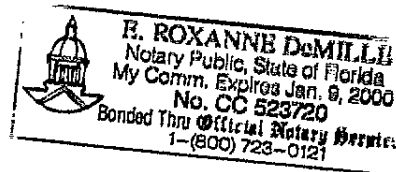
STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE me a Notary Public, authorized to take acknowledgments in the State and County set forth above, this 13 day of April, 1999, personally appeared, ROBERT R. THOMPSON, who is personally known to me and known to be the person who executed the foregoing Articles of Incorporation under oath and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

FLORIDA DRIVER LICENSE


Notary Public, State of Florida



FILED

99 APR 16 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

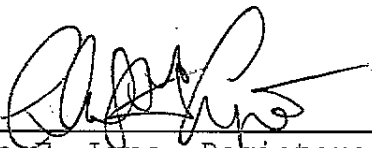
1. The name of the corporation is:

Dearnell and Thompson, Inc.,

2. The name and address of the registered agent and office is:

Philip F. Lupo, ESQ.
1900 Rockledge Blvd.
Rockledge, Florida 32955

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS RESIDENT REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH THE ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Philip F. Lupo, Registered Agent

04/13/99
Date