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ASTRID DE PARRY, P.A.

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April 20, 1999

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

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-04/23/99-01071-008
*****70.00 *****70.00

Re: Holly Venture, Inc.

Dear Sir or Madam:

Enclosed please find the executed original plus one copy of the Articles of Incorporation for Holly Venture, Inc., together with my client's Check No. 114 in the amount of \$70.00 to cover the filing fees. I have also enclosed an executed Designation and Acceptance of Registered Agent for a Florida Corporation, and a self-addressed, stamped envelope for the return of the proof of filing.

Thank you for your courtesies in this regard.

Very truly yours,

Astrid de Parry

Astrid de Parry, P.A.

cc: Vernon LeRoy

AdP/sd
Enclosure(s)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 9:10

ARTICLES OF INCORPORATION

OF

HOLLY VENTURE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR 23 AM 9:10

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

HOLLY VENTURE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

2291 River Ridge Road
DeLand, FL 32720

ARTICLE III - SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares with a par value of \$1.00 per share.

ARTICLE IV - MANAGEMENT

The business of the Corporation shall be managed by the Shareholders rather than by a Board of Directors.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial Registered Agent is:

ASTRID DE PARRY, P.A.
107 East Church Street
DeLand, FL 32724

ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Vernon A. Leroy
2291 River Ridge Road
DeLand, FL 32720

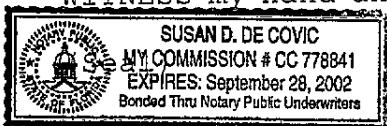
The undersigned Incorporator has executed these Articles of Incorporation this 19th day of April, 1999.

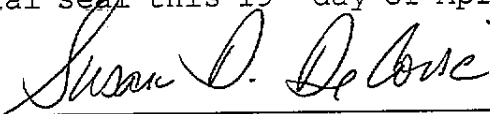

VERNON A. LEROY, Incorporator

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared VERNON A. LEROY, to me well known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 19TH day of April, 1999.




SUSAN D. DE COVIC, Notary Public

**DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT FOR A FLORIDA CORPORATION**

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is HOLLY VENTURE, INC.
2. The name of the registered agent is ASTRID DE PARRY, P.A.
3. The address of the registered agent/registered office is 107 East Church Street, DeLand, FL 32724.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as 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 and accept the obligations of my position as registered agent.

Astrid de Parry
ASTRID DE PARRY, P.A.

Date: April 12, 1999

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 9:10