

Peter Keating
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Daytona Beach, Florida 32118
Phone 904-252-8891

Peter Keating

P99000043281
May 6, 1999

Florida Department of State
Office of the Secretary of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Ann Henry Inc.

800002869908--2

-05/10/99-01132-006

122.50 **78.75

Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation for the above-styled corporation to be filed with your office. I am also enclosing my check payable to your order in the amount of \$122.50.

Kindly forward the Certificate of Incorporation and the certified copy of the Articles of Incorporation to me in the usual manner provided by your office.

Thank you for your kind attention to this matter.

Sincerely,

Peter Keating

Peter Keating

PK:wag
Enclosures

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99 MAY 10 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEN MAY 12 1999

ARTICLES OF INCORPORATION

OF

ANN HENRY INC.

The undersigned subscriber to these Articles of Incorporation, each a natural person, each competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is ANN HENRY INC.

ARTICLE II.

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share.

ARTICLE IV.

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

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TALLAHASSEE, FLORIDA

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is 1524 South Nova Road, Daytona Beach, Florida 32114. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders but shall never be less than one.

ARTICLE VIII.

INITIAL DIRECTORS

The name and address of the member of the first Board of Directors is: KAREN A. GOODROW, 861 Ponderosa Drive, South Daytona, Florida 32119.

The above-named director shall hold office for the first year of the existence of the corporation or until her successors are elected or appointed and have qualified.

ARTICLE IX.

SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation, the number of shares she agrees to take and the


value of consideration therefor are:

<u>NAME</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
KAREN A. GOODROW 861 Ponderosa Drive South Daytona, FL 32119	500	\$500.00

ARTICLE X.

AMENDMENT

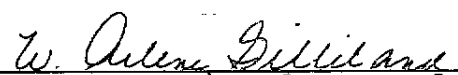
These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention on a certain Amendment to these Articles of Incorporation be made.


KAREN A. GOODROW
Subscriber

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, did appear KAREN A. GOODROW, who is well known to me or produced a driver's license or identification and she is the person described as the subscriber in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 6th day of May, 1999.


Typed or printed name of Notary Public: W. ARLENE GILLILAND
NOTARY PUBLIC, State of Florida
Commission No. CC640317
Personally known to me _____ or who produced identification xx
Type of identification produced FL driver's license G360-512-49-713-0



W. Arlene Gilliland
MY COMMISSION # CC640317 EXPIRES
July 14, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

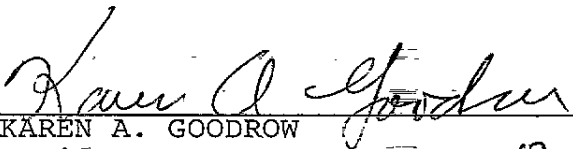
CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

ANN HENRY INC., desiring to organize under the laws of the State of Florida with its registered office located at 1524 South Nova Road, Daytona Beach, County of Volusia, Florida 32114, has named KAREN A. GOODROW as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-captioned corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


KAREN A. GOODROW
Resident Agent

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99 MAY 10 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA