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REBECCA L. SANDERS
3 BRIGHTON COURT
FORT WALTON BEACH, FL 32547-1721

JUNE 7, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/11/99--01029--001
*****78.75 *****78.75

Dear Director:

I would like to incorporate a new business in the State of Florida in the name of "JRL, INC."


The return address for a certified copy of the Articles of Incorporation to be mailed to is as follows:

Rebecca L. Sanders
3 Brighton Court
Fort Walton Beach, FL 32547-1712

I have enclosed my check in the amount of \$ 78.75 to cover the incorporation fee of \$ 70.00 and a certified copy fee of \$ 8.75.

I may be reached through telephone number (850) 863-3191 if there are any conflicts or questions.

Sincerely;


REBECCA L. SANDERS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JRL, INC.

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

ARTICLE I: NAME

The name of this corporation shall be:

JRL, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business of the corporation and the objects and purposes proposed to be transacted and promoted or carried on by it are as follows:

- a) To engage in the recreational vehicle and mobile home park business and any other activities legal in the State of Florida, the United States, or any other state, county, territory or nation.
- b) To buy, sell, lease, own, improve, mortgage, or otherwise acquire, hold and dispose of land and property, real, personal, and mixed for the purpose of engaging in any activity or business permitted by law.
- c) To purchase, lease, exchange, and otherwise acquire any and all rights, permits, privileges, franchises, licenses, trademarks, patents and concessions suitable and covenant for the purpose of this corporation.
- d) To endorse, assume, insure or guarantee any contract, obligation, bond, note, mortgage or other evidence of indebtedness.
- e) To enter into contracts and to borrow money, with or without security; and to execute mortgages, issue bonds, notes, certificates and collateral trust notes by all or any of the assets of the corporation.
- f) The corporation shall possess all of the rights, powers and privileges granted corporations under the laws of the State of Florida and any State in which said corporation shall operate. Said power shall include but not be limited to the power to indemnify directors, officers, employees, and agents for any liability which may be imposed upon any of them as a result of so serving.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at one time is zero (0). The corporation is not authorized to issue any shares of stock at the time of incorporation.

The corporation may change this procedure at some future date and the stock may be issued by the corporation from time to time to such persons, firms or corporation as the majority of the Board of Directors may indicate.

The consideration to be paid for such stock shall be determined by the majority of the Board of Directors from time to time, and shall be paid in lawful currency of the United States, or may be paid in property, past services, or other consideration determined by the majority of the Board of Directors, to be at least equal to the value of the shares issued thereof.

ARTICLES IV: TERMS OF EXISTENCE

The corporation is to exist perpetually, which said existence shall commence on the date of issuance of the corporation charter.

ARTICLES V: ADDRESS

The Post Office Address of the principal office of the corporation in the state of Florida is: 3 Brighton Court Fort Walton Beach, Florida 32547-1721

ARTICLE VI: PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of the corporation is: 3 Brighton Court, Fort Walton Beach, Florida 32547-1721 and the name of the Registered Agent of the corporation at that address is Rebecca L. Sanders.

ARTICLE VII: BOARD OF DIRECTORS

The corporation shall be managed by the Board of Directors of the corporation. The initial board shall consist of two (2) Directors whose names and addresses are as follows:

John W. Sanders
3 Brighton Court
Fort Walton Beach, FL 32547

Rebecca L. Sanders
3 Brighton Court
Fort Walton Beach, FL 32547

The number of directors shall be fixed, in the manner provided therein, by the By-Laws of the corporation which may increase or decrease the number of members of said board, but in no case shall the board of directors be less than one (1) or more than four) directors.

ARTICLE VIII: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law.

ARTICLE IX: BY-LAWS

Both the Board of Directors and/or the shareholders shall have the power to adopt, alter, amend or repeal the By-Laws of the corporation.

John W. Sanders
JOHN W. SANDERS

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me this day personally appeared John W. Sanders whose complete business address is: 3 Brighton Court, Fort Walton Beach, Florida 32547, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed same for the purposes stated therein.

WITNESS my hand and official seal in Okaloosa County, Florida, this 9th day of JUNE 1999.

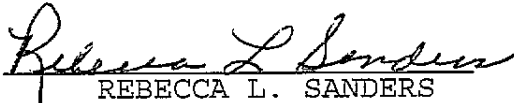
Lee D. Griffin
NOTARY PUBLIC
State of Florida at Large
LEE D. GRIFFIN
My Comm Exp. 2/1/2002
No. CC 712794
 Personally Known Other I.D.

Identification Produced: Florida Drivers License
S536-479-40-467-0

STATE OF FLORIDA
COUNTY OF OKALOOSA

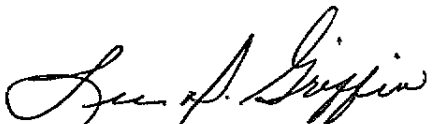
AFFIDAVIT OF RESIDENT AGENT

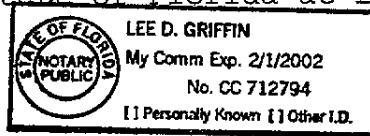
I, Rebecca L. Sanders, the undersigned, do hereby consent to serve as Resident Agent for JRL, INC., to accept any and all service of process for said corporation in any and all legal proceedings which may be filed against JRL, Inc., and do hereby state that I am of legal age, and that my business address is: 3 Brighton Court, Fort Walton Beach, Florida 32547-1721.


REBECCA L. SANDERS

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Rebecca L. Sanders, to me well known and known to me to be the person described in and who executed the foregoing Affidavit of Resident Agent and who being duly sworn acknowledge to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and seal in the County of Okaloosa, and State of Florida, this 9th day of June, 1999.


NOTARY PUBLIC
State of Florida at Large



Identification Produced: Florida Drivers License
S 536-732-43-638

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN 11 PM 2:34

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