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PAUL J. GUILFOIL, P.A.

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June 14, 1999

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

VIA OVERNIGHT EXPRESS

RE: DUNCAN INVESTMENTS, INC.
Our File No. 99-5075


Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above referenced proposed Florida corporation. Also enclosed is a check in the amount of \$70.00, representing the fees for filing and registered agent designation.

Thank you for your prompt attention to this matter.

Sincerely,

PAUL J. GUILFOIL, P.A.

By: 
Paul J. Guilfoil

/n
Enclosures

pc: Mr. Stanton L. Duncan

FILED
1999 JUN 16 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. Purinton JUN 17 1999

FILED

1999 JUN 16 AM 10: 10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DUNCAN INVESTMENTS, INC.**

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

ARTICLE I

Name

The name of this Corporation shall be DUNCAN INVESTMENTS, INC.

ARTICLE II

Nature of Business

This Corporation may engage or transact in any activity or business permitted under the laws of the United States of America, of the State of Florida, or any other state, county, territory, or nation.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the Corporation shall be Seven Thousand Five Hundred (7,500) shares having \$1.00 par value common per share. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE IV

Existence of Corporation

This Corporation shall have perpetual existence.

ARTICLE V

Beginning of Corporate Existence

The effective date of this Corporation shall be the date these Articles of Incorporation are received and filed of record with the Secretary of State.

ARTICLE VI

Principal Office

The initial street address in this state of the principal office of this Corporation shall be located at 5531 N.E. Second Lane, Ocala, Florida 34470. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Board of Directors

This Corporation shall have not less than two (2) Directors, initially. The number of Directors may be increased or decreased from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1) Director.

ARTICLE VIII

Initial Directors

The names and street addresses of the members of the first Board of Directors are:

STANTON L. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
MELISA B. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
STEVEN DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
HERSHELL DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470

ARTICLE IX

Subscriber

The name and address of the subscriber to these Articles of Incorporation are: STANTON L. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470.

ARTICLE X

Officers

The names and addresses of the Officers of this Corporation are:

STANTON L. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
MELISA B. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
STEVEN DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470
HERSHELL DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470

ARTICLE XI

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 by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XII

Registered Agent and Registered Office

The name and address of the Registered Agent and the Registered Office to accept service of process within the State of Florida are: STANTON L. DUNCAN, 5531 N.E. Second Lane, Ocala, Florida 34470.

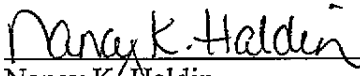
IN WITNESS WHEREOF, I, STANTON L. DUNCAN, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated this 15 day of June, 1999.


STANTON L. DUNCAN

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared STANTON L. DUNCAN, who produced Florida Driver's License No. D525-792-64-348.0 as identification, and who signed the foregoing Articles of Incorporation, and he acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 15th day of June, 1999.


Nancy K. Haldin
NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That DUNCAN INVESTMENTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Ocala, County of Marion, State of Florida, has named STANTON L. DUNCAN, located at 5531 N.E. Second Lane, Ocala, Florida 34470, County of Marion, State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated: _____

6/15/99


STANTON L. DUNCAN

FILED
1999 JUN 16 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA