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99 JUN 24 PM 1:06

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 285517 7114209

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 23, 1999

ORDER TIME : 6:15 PM

ORDER NO. : 285517-005

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CUSTOMER NO: 7114209

-06/24/99--01039--002

****70.00 ****70.00

CUSTOMER: Rehan N. Khawaja, Esq
REHAN N. KHAWAJA, ESQ.
REHAN N. KHAWAJA, ESQ.
817 North Main Street

Jacksonville, FL 32202

DOMESTIC FILING

NAME: BOLES, BOLES & ASSOCIATES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH
6/24/99
RECEIVED
99 JUN 24 AM 9:55

ARTICLES OF INCORPORATION
OF
BOLES, BOLES & ASSOCIATES, INC.

FILED
99 JUN 24 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME & ADDRESS OF THE CORPORATION

The name of the corporation shall be:

BOLES, BOLES & ASSOCIATES, INC.

The address of the principal office of this corporation shall be 10150 Belle Rive Boulevard, East, Apartment # 2607, Jacksonville, Florida 32256, and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 600 shares of common stock having \$1 par value per share.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE
AND INITIAL REGISTERED AGENT

The street address of the initial principal office of the corporation shall be 10150 Belle Rive Boulevard, East, Apartment # 2607, Jacksonville, Florida 32256, and the name of the initial registered agent of the corporation is John Dalton Boles.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have three director, initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successor are elected or appointed are:

JOHN DALTON BOLES, 10150 Belle Rive Boulevard, East Apartment # 2607 Jacksonville, Florida 32256	Director/President/Vice President Treasurer
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JOHN ANDREW BOLES, 2330 Jefferson Avenue Saint Albans, West Virginia 25177	Director/Secretary
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GLOVER LEE BOLES, 2330 Jefferson Avenue Saint Albans, West Virginia 25177	Director
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ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: John Dalton Boles, 10150 Belle Rive Boulevard, East, Apartment # 2607, Jacksonville, Florida 32256.

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, to include treasury shares and authorized but unissued shares, of the same kind, class or series, as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned, JOHN DALTON BOLES, has hereunto set his hand and seal on this 21ST day of June, 1999.



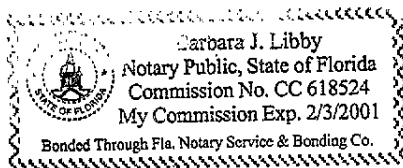
JOHN DALTON BOLES

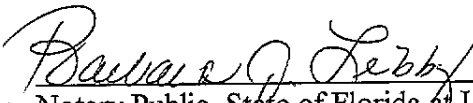
STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared JOHN DALTON BOLES to me known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed. I relied upon the following form(s) of identification of the above named person:

West Virginia Driver License

WITNESS my hand and seal in the county and state named above, this 21 day of June, 1999.





Notary Public, State of Florida at Large

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

FILED
99 JUN 24 PM 1:06
SECRETARY OF STATE
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOHN DALTON BOLES, having a business office at 10150 Belle Rive Boulevard, East, Apartment # 2607, Jacksonville, Florida 32256, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

John D. Boles

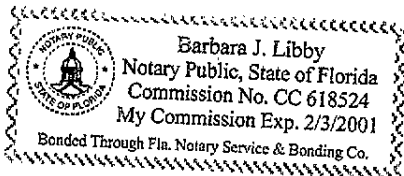
JOHN DALTON BOLES

**STATE OF FLORIDA
COUNTY OF DUVAL**

BEFORE ME, the undersigned authority, personally appeared JOHN DALTON BOLES, to me well known to be the individual described in and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purpose therein expressed. I relied upon the following form(s) of identification of the above named person:

West Virginia Drivers License

WITNESS my hand and seal in the county and state named above, this 21 day of June, 1999.



Barbara J. Libby

Notary Public, State of Florida at Large