

FILED
99 JUL 12 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
The Lily Pad A.L.F., Inc.**

The undersigned, KEVIN S. DOTY, ESQUIRE, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

NAME

The name of the Corporation is The Lily Pad A.L.F., Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
2453 Johnston Road, Fort Pierce, Florida 34951.

ARTICLE III

PURPOSE

The purpose of the business to be established is for any lawful purpose or purposes.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 100 shares of Common Stock with a par value of
\$.001.

ARTICLE V

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent is:

Kevin S. Doty, Esq. 1701 Highway A1A, Suite 220, Vero Beach, Florida 32960.

ARTICLE VI

INCORPORATOR(S)

The name and address of the person signing these Articles is:

Name

Address

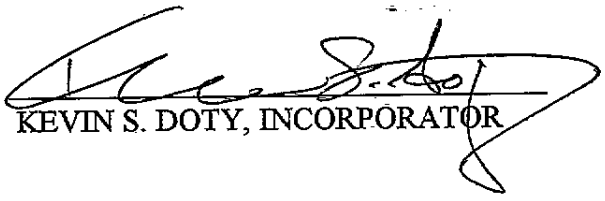
Kevin S. Doty, Esquire

1701 Highway A1A

Suite 220

Vero Beach, FL 32960

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 8th day of July, 1999.


KEVIN S. DOTY, INCORPORATOR

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, 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: The Lily Pad A.L.F., Inc.
2. The name and address of the Registered Agent and office is:

KEVIN S. DOTY, ESQ.
1701 Highway A1A, Suite 220
Vero Beach, Florida 32960

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Signature: _____

KEVIN S. DOTY, ESQ.

Title: Incorporator

Date: _____

8 July 99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature: _____

KEVIN S. DOTY

Date: _____

8 July 99