LANDT, WIECHENS, LaPEER & AYRES

A Partnership Including Professional Associations
ATTORNEYS AT LAW

FREDERICK E. LANDT, III EUGENE A. WIECHENS, P.A. RUSSELL W. LaPEER, P.A.* BENJAMIN H. AYRES OCALA OFFICE 445 N.E. 8TH AVENUE OCALA, FLORIDA 34470 Telephone (352) 732-8622 Telecopier (352) 732-1162

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* Board Certifled: Civil Litigation and Business Litigation Also Admitted to District of Columbia Cartified Mediator: Florids & Federal Courts

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Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32301

Re: Whit Nie of Ocala, Inc.

600002924596--0 -07/07/99--01023--003 ****122.50 *****78.75

Dear Sirs:

Relative the above corporation, enclosed please find original and one copy of Articles of Incorporation for filing with your office. Also enclosed please find my check made payable to your order in the amount of \$122.50 to cover the cost of filing fees and one certified copy of the Articles. Please return one certified copy to my above Ocala post office address.

Thanking you in advance for your prompt attention in this regard, I am

Very truly yours,

LANDT, WIECHENS, LaPEER & AYRI

Eugene A. Wiechens

EAW:wm

Enclosures

DOC. EXAM

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ARTICLES OF INCORPORATION

OF

WHIT NIE OF OCALA, INC.

SECURIAL SEES FOR SON

ARTICLE I - NAME AND ADDRESS

The name of the Corporation shall be whit Nie of with its principal place of business Ocala, Inc. at 500 Southeast 90th Street, Ocala, Florida 34480.

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 of America, the State of Florida, or any other state, territory, country, or nation.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every stockholder, upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - REGISTERED AGENT

The initial Registered Agent for the Corporation is TERRY L. NIEMILLER, and the street address of the Registered Agent is 500 Southeast 90th Street, Ocala, Florida 34480. I, TERRY L. NIEMILLER, the named Registered Agent for Whit Nie of being familiar with, accepts the Ocala, Inc. obligations of this position by signing these Articles of Incorporation.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is **TERRY L. NIEMILLER**, whose address is 500 Southeast 90th Street, Ocala, Florida 34480.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is TERRY L. NIEMILLER, whose address is 500 Southeast 90th Street, Ocala, Florida 34480.

<u>ARTICLE VIII - BY-LAWS</u>

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

TERRY L. NIEMILLER

Incorporator/Registered Agent

STATE OF FLORIDA COUNTY OF MARION

BEFORE ME, the undersigned authority, personally came and appeared TERRY L. NIEMILLER, the Incorporator and Registered Agent for WHIT NIE, INC., to me personally known or da D. C. for identification. or who produced

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this the 3-d day of July, 1999.

My Commission Expires:

Notary Public:

State of Florida at Large

