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DONALD P. DUFRESNE
13670C YARMOUTH DRIVE
WELLINGTON, FL 33414

July 9, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **ASH GROVE PROPERTIES, INC.**

700002928817--5
-07/12/99--01106--019
*****78.75 *****78.75

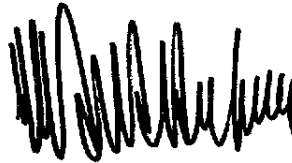
To Whom It May Concern:

Please find enclosed original Articles of Incorporation for the above referenced company, as well as a check in the amount of \$78.75, representing the \$35 filing fee, the \$35 registered agent fee, and \$8.75 for a certified copy of the filed document.

Please provide the undersigned with the certified copy of the Articles of Incorporation at your earliest convenience.

Should you have any questions regarding this request, please do not hesitate to contact the undersigned. We have enclosed a return envelope for your convenience.

Sincerely,



Donald P. Dufresne

DPD/jm
encls.

99 JUL 12 AM 9:23
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/19/99
[Handwritten signature]

**ARTICLES OF INCORPORATION
OF
ASH GROVE PROPERTIES, INC.**

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99 JUL 12 AM 9:23
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

The name of the corporation shall be:

ASH GROVE PROPERTIES, INC.

The address of the principal office of this corporation shall be 13680C Yarmouth Court, Wellington, Florida 33414, 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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 13680C Yarmouth Court, Wellington, Florida 33414, and the name of the initial registered agent of the corporation at that address is Donald P. Dufresne.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Directors are:

Donald P. Dufresne

13680C Yarmouth Court
Wellington, Florida 33414

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation, who shall hold office for the first year of the corporation, or until his successors are elected or appointed, are:

President/Secretary

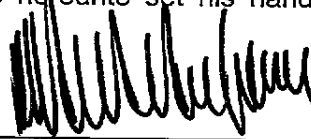
Donald P. Dufresne
13680C Yarmouth Court
Wellington, Florida 33414

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Donald P. Dufresne
13680C Yarmouth Court
Wellington, Florida 33414

9 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this day of July, 1999.



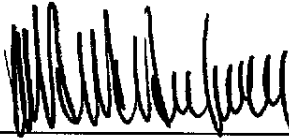
Donald P. Dufresne
Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, Ash Grove Properties, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at be 13680C Yarmouth Court, Wellington, Florida 33414, has named Donald P. Dufresne, located at Donald P. Dufresne, 13680C Yarmouth Court, Wellington, Florida 33414, to be its registered agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: _____


Donald P. Dufresne
Registered Agent

FILED
99 JUL 12 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA