

STRAUGHN, STRAUGHN & TURNER, P.A.

ATTORNEYS AND COUNSELORS AT LAW

255 MAGNOLIA AVENUE
WINTER HAVEN, FLORIDA
33880

JACK STRAUGHN
RICHARD E. STRAUGHN
MARK G. TURNER

MAILING ADDRESS:
POST OFFICE BOX 2295
WINTER HAVEN, FLORIDA
33883-2295

TELEPHONE: (941) 293-1184
FAX: (941) 293-3051
rstraughn@aol.com
markgturn@aol.com

P 99 0000 762 83

August 19, 1999

800002967188--2
-08/23/99-01129-002
*****78.75 *****78.75

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

RE: HIGHLANDER ENTERPRISES, INC.
Our File NO.: 3974/001

Dear Sir:

Enclosed for filing, please find the Articles of Incorporation, together with the Registered Agent form. Also enclosed, is my firm's check in the amount of \$78.75, which represents the filing fee of \$70.00, plus the cost of a certified copy of \$8.75.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.

Richard E. Straughn

RES/djb
enclosures

cc: Dianne Crabtree

**ARTICLES OF INCORPORATION
OF
HIGHLANDER ENTERPRISES, INC.**

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

FILED
99 AUG 23 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is HIGHLANDER ENTERPRISES, INC., whose address is: 4840 Benton Street, Lake Wales, Florida 33853.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 7,500 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 4840 Benton Street, Lake Wales, Florida 33853, but the Corporation shall have the power to establish branch offices and other places of

business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially, the number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTOR

The name and address of the member of the first Board of Directors, is:

DIANNE CRABTREE
4840 Benton Street
Lake Wales, Florida 33853

ARTICLE IX. - SUBSCRIBER

The names and addresses of the Subscribers to the Articles of Incorporation of this Corporation, are:

DIANNE CRABTREE
4840 Benton Street
Lake Wales, Florida 33853

IN WITNESS WHEREOF, the Subscriber has hereunto set her hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this
20th day of August, 1999.


DIANNE CRABTREE

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

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

FIRST-- HIGHLANDER ENTERPRISES, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in City of Lake Wales, State of FLORIDA, has named, DIANNE CRABTREE, located 4840 Benton Street, Lake Wales, Florida 33853, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

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


DIANNE CRABTREE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 23 AM 9:54

FILED