

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: A.F. Powell & Associates, Inc.

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$70.00	X \$78.75	\$122.50	\$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy, & Certificate

FROM: Andrew F. Powell  
4049 Ocean Drive #307  
Vero Beach, Florida 32963  
561-234-7207

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-09/27/99-01094-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN SEP 30 1999

ARTICLES OF INCORPORATION  
OF

A.F. Powell & Associates, Inc.

ARTICLE I. CORPORATE NAME

The name of this corporation is A.F. Powell & Associates, Inc..

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 4049 Ocean Drive #307, Vero Beach, Florida 32963.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Andrew F. Powell, 4049 Ocean Drive #307, Vero Beach, Florida 32963

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name	Address
Andrew F. Powell	4049 Ocean Drive #307, Vero Beach, Florida 32963

The undersigned has/have executed these articles of incorporation on 9-23-99

Andrew F. Powell, Pres.  
Andrew F. Powell, Title

This document was prepared with the assistance of Kimberly A. Temple Paralegal Service, 1527 20th Street, Vero Beach, Florida 32960, (561) 778-0021 September 23, 1999.

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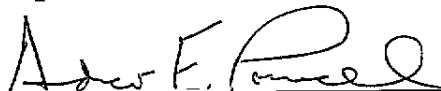
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: A.F. Powell & Associates, Inc.
2. The name and address of the registered agent and office is:

Andrew F. Powell  
4049 Ocean Drive #307  
Vero Beach, Florida 32963

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.

  
Andrew F. Powell

Date: 9-23-99

This document was prepared with the assistance of Kimberly A. Temple Paralegal Service, 1527 20th Street, Vero Beach, Florida 32960, (561) 778-0021 September 22, 1999.

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