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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	Examiner's Init	******78.	301004001

ARTICLES OF INCORPORATION

OF JOYCE, INC. J. C. Nichols

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form this corporation under the laws of the State of Florida.

ARTICLE I NAME AND ADDRESS

J.G.N.chols The name of this corporation is JOYCE, Inc. The corporate address is 1101 Gulf Breeze Parkway Gulf Breeze, Florida 32561.

ARTICLE II. DURATION

This corporation shall have perpetual existence and shall commence to exist upon filling of the Articles of Incorporation by the Department of State.

ARTICLE III. PURPOSE

This cooperation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value stock. This corporation is organized as a small business and its shares shall be considered as Section 1244 stock.

ARTICLE V. INTIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation

is as follows:

Registered Office:1101 Gulf Breeze Parkway Gulf Breeze, FL 32561

Registered Agent at that is Carlette N. Howell

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporations shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

the names and address of the initial member of the board of director is:

Carlette Howell - 1101 Gulf Breeze Pkwy.

Gulf Breeze, FL 32561

ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite their names:

Carlette N. Howell 100 Shares

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless offered to the remaining shareholders or to this corporation. The price and terms at which and at the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLES IX. PRESUMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional share) at the price which it is offered to others.

ARTICLE X. OFFICERS

The everyday operation of the corporation shall be conducted and managed by the officers of the corporation which shall be:

Carlette N. Howell - President/Treasurer Bill Howell - Secretary

ARTICLE XI. AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLES XII. INDEMNIFICATION

The corporation may be empowered to indemnify any office or director or any former officer or director in the manner and full extent permitted by law.

In Witness Whereof, The undersigned subscriber(s) has executed these Articles of Incorporation this 19th day of October 1999 at Gulf Breeze, Santa Rosa County, Florida.

STATE OF FLORIDA

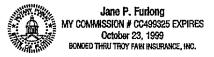
COUNTY OF SANTA ROSA LEON

BEFORE ME the undersigned authority, personally appeared Carlette N. Howell to me known to be the person(s) who executed the foregoing Articles of incorporation, and have acknowledged and before me that they executed the same for the purpose therein

WITNESS my hand and official seal this 19th day of October 1999, County and State aforesaid.

expressed.

Notary Public



CERTIFICATE OF DESIGNATION OF 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:	J.C. Nichols, Inc	
1. 110 mile of 110 outpersons	1101 Gulf Breeze PKWY	Gulf Breeze, F 32561
	1	32 <i>54</i>]
2. The name and address of the regis	stered agent and office is:	
Carle	He N. Howell	ATALANT SECRET
1101 Gu	DE Breeze PKWY DIX OF Mail Drop Box NOT ACCEPTABLE)	ASSEC PLANTS
GulF Bro	CITY/STATE/ZIP)	3: 35 SIME

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)

(DATE)