DIGIOSO A. Bobbitt, P.A.

Attorney at Law

537 N.E. EIGHTH AVENUE OCALA, FLORIDA 34470 TELEPHONE (352) 351-1441

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October 20, 1999

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

900003020889--7 -10/21/99--01062--002 ******35.00 ******35.00

Re:

New Filing - Articles of Incorporation

Jack LaFay & Associates, Inc.

Gentlemen:

900003020889--7 -10/21/99-01062--003 ******35.00 ******35.00

Enclosed please find two (2) checks for a total of \$70.00 to cover the cost for filing the enclosed Articles of Incorporation and for Designation of Resident Agent.

Enclosed please find an original Articles of Incorporation and a copy. If the checks and the documents meet with your approval, please file the articles and return the certificate to me at my address above.

Sincerely,

Bradford A. Bobbitt, P.A.

BAB/nn

Enclosures:

Articles (original & copy)

Check # 4769 - \$35.00 Check # 4770 - \$35.00

cc: Jack LaFay

FILED

99 OCT 21 PM 5:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF JACK Lafay & ASSOCIATES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is:

JACK LaFAY & ASSOCIATES, INC.

ARTICLE TWO PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 5050 NE 4th Street, Marion County, Ocala, Florida 34470. The mailing address of the corporation is 5050 NE 4th Street, Ocala, Florida 34470.

ARTICLE THREE CORPORATION DURATION

The duration of the corporation is perpetual. The date and time of commencement of corporate existence is the time of filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE FOUR PURPOSE OR PURPOSES

The general purpose for which the corporation is organized are:

- 1. To engage in the business of consulting, managing and conducting retail and wholesale sales; and
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of \$10.00 per share, and shall be held of record by not more than 35 persons.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 537 NE Eight Avenue, Ocala, Florida 34470, and the name of its initial registered agent at such address is Bradford A. Bobbitt, Esquire.

ARTICLE SEVEN DIRECTORS

The number of directors constituting the corporation's initial board of directors is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

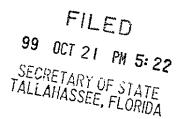
Jack LaFay, 5050 NE 4th Street, Ocala, Florida 34470 Debra LaFay, 5050 NE 4th Street, Ocala, Florida 34470

ARTICLE EIGHT INCORPORATORS

The name and address of each incorporator is:

Jack LaFay, 5050 NE 4th Street, Ocala, Florida 34470 Debora LaFay, 5050 NE 4th Street, Ocala, Florida 34470

Executed by the undersigned at MADION County, Florida on the 172 day of OCT, 1999.
(We feet
Jack LaFay
HO THE
Deborat LaFay



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FS §607.0501 or FS §617.0501, 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:

JACK Lafay & ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

BRADFORD A. BOBBITT, Esq. 537 NE Eighth Avenue Ocala, Florida 34470

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.

Bradford A. Bobbitt, P.A.