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PROFESSIONAL BUSINESS SERVICE
104 SW 3RD AVENUE
OKEECHOBEE, FL. 34974-4217

Telephone: (863) 763-4591
FAX: (863) 763-6639

December 10, 1999

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

900003068199--4
-12/13/99-01120-010
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for
BOTTOM RUNG, INC. along with a check in the amount of
\$70 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please
return this to me with the filing date stamped on it.

Thank you.

Lois Gray
Lois Gray, Owner

FILED
99 DEC 13 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN DEC 16 1999

ARTICLES_OF_INCORPORATION

OF

BOTTOM RUNG, INC.

FILED
99 DEC 13 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE_I_NAME

The name of the corporation shall be: BOTTOM RUNG, INC.
The principal place of business of this corporation shall be:

1251 SW 85th Way
Okeechobee, FL. 34974

ARTICLE_II_NATURE_OF_BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, country, territory, or nation.

ARTICLE_III_CAPITOL_STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 500 shares with a par value of \$1.

ARTICLE_IV_TERM_OF_EXISTENCE

This corporation is to exist perpetually.

ARTICLE_V_OFFICERS-DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

President	VanderVeer Davis 1251 SW 85th Way Okeechobee, FL. 34974
Vice-President:	Alvina Davis 1251 SW 85th Way Okeechobee, FL. 34974
Secretary:	Linda Jandro 121 SW 20th Terrace Okeechobee, FL. 34974

Treasurer:

Barbara Isaman
1012 SE 5th Street
Okeechobee, FL. 34974

ARTICLE VI INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to this Articles of Incorporation is(are):

VanderVeer Davis
1251 SW 85th Way
Okeechobee, FL. 34974

Alvina Davis
1251 SW 85th Way
Okeechobee, FL. 34974

Linda Jandro
121 SW 20th Terrace
Okeechobee, FL. 34974

Barbara Isaman
1012 SE 5th Street
Okeechobee, FL. 34974

IN WITNESS WHEREOF, the under signed incorporators have executed these Article of Incorporation this 9th day of December, 1999

VanderVeer Davis
VanderVeer Davis, Incorporator

Alvina Davis
Alvina Davis, Incorporator

Linda R Jandro
Linda Jandro, Incorporator

Barbara Isaman
Barbara Isaman, Incorporator

STATE OF FLORIDA _____

COUNTY OF Okeechobee

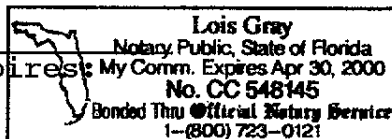
THE FOREGOING instrument was acknowledged and sworn to before me this 9th day of December, 1999

by VANDERVEER DAVIS, ALVINA DAVIS, LINDA JANDRO, AND BARBARA ISAMAN (Names of Incorporators)

of BOTTOM RUNG, INC.

Lois Gray
Notary Public

My Commission expires



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

BOTTOM RUNG, INC.

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

LOIS GRAY

104 SW 3RD AVENUE

(P. O. Box not acceptable)

OKEECHOBEE, FL. 34974

(City, State, Zip)

SIGNATURE

(Corporate Officer)

TITLE

President

DATE

12-07-1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

Lois Gray
(Registered Agent)

Date

12-07-1999