

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

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****78.75 ****78.75

SUBJECT: SELECT PARTNERS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: GARY BALANOFF
Name (Printed or typed)

8202 Margarita Drive
Address

Orlando, FL 32812
City, State & Zip

407-862-8000
Daytime Telephone number

FILED
00 APR 17 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T BROWN APR 20 2000

ARTICLES OF INCORPORATION

OF

SELECT PARTNERS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is SELECT PARTNERS, INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved, or any right or interest therein.
- (b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvements, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.
- (c) To carry on in any capacity any business or trade deemed legal in the State of Florida., or any other state, country, territory or nation.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.
- (i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinafter set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in these Articles shall be regarded as independent objects and powers.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is forty thousand (40,000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00). Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is not specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V – ADDRESS

The initial street address of the principal office of this Corporation is to be at:
1785 East Broadway, Oviedo, FL 32765.

The Board of Directors may from time to time designate such other address and place for the principal offices of this Corporation as it may see fit.

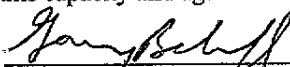
ARTICLE VI – RESIDENT AGENT

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

That SELECT PARTNERS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Oviedo, County of Seminole has named GARY BALANOFF located at 8202 Margarita Drive, Orlando, FL, 32812, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated 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.



GARY BALANOFF, Resident Agent

ARTICLE VII - DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VII – DIRECTOR/OFFICER

The name and street address of the initial director and officer, who shall hold office until his successor(s) are elected and have qualified, is as follows:

GARY BALANOFF, 8202 Margarita Drive, Orlando, FL, 32812.

ARTICLE IX – INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows:

GARY BALANOFF, 8202 Margarita Drive, Orlando, FL, 32812.

ARTICLE X – EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing.

ARTICLE XI – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.



GARY BALANOFF, Incorporator