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ACCOUNT NO. : 072100000032

REFERENCE: 831363 7133468

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: November 22, 2002

ORDER TIME : 1:11 PM

ORDER NO. : 831363-005

CUSTOMER NO: 7133468

CUSTOMER: Jeffrey Koltun, Esq

Kane And Koltun

Suite 100

557 N. Wymore Road Maitland, FL 32751

ARTICLES OF INCORPORATION

#### DOMESTIC FILING

NAME:

XX

EDRINGER, INC.

#### EFFECTIVE DATE:

CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
CERTIFIED COPY  XX PLAIN STAMPED COPY  CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Angie Glisar - EXT. 1124

## EFFECTIVE DATE 11 21 02 ARTICLES OF INCORPORATION

OF

EDRINGER, INC.

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TÄLLÄHÄSSEE FLORIDA

#### **ARTICLE I - NAME**

The name of the corporation formed pursuant to these Articles of Incorporation is Edringer, Inc.

#### ARTICLE II - DURATION

The corporation shall exist perpetually, commencing on November 21, 2002.

#### ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, *Florida Statutes*.

#### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of \$.01 par value common stock.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT, AND CORPORATE ADDRESS

The street address of the initial registered agent of the corporation is as follows:

557 North Wymore Road, Suite 100 Maitland, Florida 32751 The name of the initial registered agent of the corporation is:

Jeffrey M. Koltun

The street address of the corporate offices shall be:

9033 Lake Coventry Court Gotha, Florida 34734

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

- A. The corporation shall have four (4) directors initially. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1).
- B. The names and addresses of the initial directors and officers of the corporation are as follows:

Name	Address	Office
Edsel Comenencia	9033 Lake Coventry Court Gotha, Florida 34734	President/ Director
Gerardo M. Duran	9108 Bayward Court Orlando, Florida 32819	Vice President/Director
Nema Oriel-Comenencia	9033 Lake Coventry Court Gotha, Florida 34734	Secretary/Director
Maria Regina C. Flores	9108 Bayward Court Orlando, Florida 32819	Treasurer/Director

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Name Jeffrey M. Koltun

Address
557 North Wymore Road
Suite 100
Maitland, Florida 32751

#### ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the corporation's Bylaws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE IX - PRE-EMPTIVE RIGHTS**

Every shareholder of the corporation shall have pre-emptive rights as provided in Section 607.0630 of the *Florida Statutes*.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE XI – AFFILIATED TRANSACTIONS

The corporation expressly elects not to be governed by the provisions of Section 607.0901, *Florida Statutes*, dealing with affiliated transactions.

#### **ARTICLE XII - AMENDMENT**

The corporation reserves the right to amend the Articles of Incorporation in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2/ day of November, 2002.

ff/ey/M. Koltun

#### **CERTIFICATE OF DESIGNATION**

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#### 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 Edringer, Inc.
- 2. The name and address of the registered agent and office is Jeffrey M. Koltun, 557 North Wymore Road, Suite 100, Maitland, Florida 32751.

DATED November 2/\_\_\_, 2002.

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above 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.

DATED November \_2/\_\_\_, 2002.