

P97000070720

Michael Young  
Requestor's Name

7491 Conroy Windermere Rd.  
Address

Orlando, FL 32835  
City/State/Zip Phone #

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00720/07-01122-001  
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. Investment Enterprises Corp.  
Bryson Management Corp.  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in
- Pick up time \_\_\_\_\_
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

FILED  
97 JUL 29 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

EFFECTIVE DATE  
7-23-97

~~W97-17642~~

Dmc 7/31/97

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 31, 1997

MICHAEL YOUNG  
7491 CONROY WINDERMERE ROAD  
ORLANDO, FL 32835

SUBJECT: BRYSON MANAGEMENT CORP.  
Ref. Number: W97000017642

We have received your document for BRYSON MANAGEMENT CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 897A00039061

GILES & ROBINSON, P. A.  
ATTORNEYS AT LAW

390 N. ORANGE AVENUE  
SUITE 800  
P. O. BOX 2631  
ORLANDO, FLORIDA 32802

TELEPHONE  
(407) 425-3891  
FACSIMILE  
(407) 841-8171

August 12, 1997

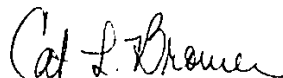
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Dear Sir/Madam:

Pursuant to your letter dated July 31, 1997 (copy enclosed), enclosed are the Articles of Incorporation for Bryson Investment Enterprises Corp. The name "Bryson Management Corp." has been changed to "Bryson Investment Enterprises Corp." throughout the document. Please proceed with the filing of these Articles. The filing fee was previously submitted with the original filing of the Articles.

Thank you.

Very truly yours,



Cat L. Brower  
Legal Assistant to  
Bradley J. Davis

:cb  
Enclosure

**ARTICLES OF INCORPORATION  
OF  
BRYSON INVESTMENT ENTERPRISES CORP.**

**FILED**  
97 JUL 29 PM 4:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

**EFFECTIVE DATE**  
7-23-97

The name of this corporation is Bryson Investment Enterprises Corp.

The principal place of business and the mailing address is 7491 Conroy Windermere Rd., Orlando, FL 32835.

**ARTICLE II  
DURATION**

The period of its duration is perpetual.

**ARTICLE III  
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The corporation is authorized to issue 12,000 shares, all of one class, at \$.01 par value.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent and registered office of this corporation shall be as follows:

Michael Young  
7491 Conroy Windermere Rd.  
Orlando, FL 32835

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have ONE (1) 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 (1).

The name and address of the initial director of this corporation is:

Carl R. Julian  
7491 Conroy Windermere Rd.  
Orlando, FL 32835

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is:

Carl R. Julian  
7491 Conroy Windermere Rd.  
Orlando, FL 32835

**ARTICLE VIII**  
**DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix the compensation of the officers of this corporation.

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

**ARTICLE X**  
**AMENDMENT OF ARTICLES**

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote.

**ARTICLE XI**  
**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

**ARTICLE XII**  
**SHAREHOLDERS QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

**ARTICLE XIII**  
**REMOVAL OF DIRECTORS**

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

**ARTICLE XIV**  
**INFORMAL ACTION OF DIRECTORS**

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**ARTICLE XV**  
**PRE-EMPTIVE RIGHTS**

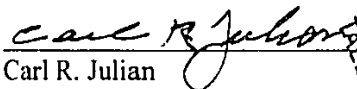
Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and

conditions of the issues of shares, and inviting him or her to exercise his or her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE XVI**  
**EFFECTIVE DATE OF INCORPORATION**

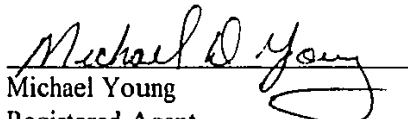
This corporation shall be deemed to have come into existence on the date these Articles of Incorporation are executed.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 23 day of July, 1997.

  
\_\_\_\_\_  
Carl R. Julian  
Incorporator

97 JUL 29 PM 4:32  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby accepts the office of registered agent and confirms that he is familiar with the obligations of that position as set forth in Chapter 607, Florida Statutes (1991).

  
\_\_\_\_\_  
Michael Young  
Registered Agent