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4/07/98 FLORIDA DIVISION OF CORPORATIONS 3:26 PM
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EFFECTIVE DATE
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((H9800006674 9)))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KAREN L DIDEA
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: SHADOWCHASER, INC.
AUDIT NUMBER.....H9800006674
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....1 DEL.METHOD.. FAX **(S)**
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **
ATTORNEY: 427

CLIENT: 099994

MATTER: 45092

COMMENTS: IN CONNECTION WITH YOUR NOTIFICATION OF NON-FILED ARTICLES
OF INCORPORATION FOR SHADOWCHASER, INC. , ATTACHED ARE A COPY OF YOUR
NOTIFICATION, THE CORRECTED ARTICLES TO PROVIDE FOR THREE INITIAL
DIRECTORS, AND OUR ELECTRONIC FILING COVER SHEET. PLEASE COMPLETE
FILING OF THE DOCUMENT WITH AN EFFECTIVE DATE OF APRIL 7, 1998. THANK
YOU FOR YOUR ASSISTANCE IN THIS MATTER. IF YOU HAVE ANY QUESTIONS,
PLEASE CONTACT ME.

GAIL S. ANDRE
Direct Dial: 407/418-6203

98 APR -8 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Bm 4/8/98

(904)922-3709 04/08/98 08:20 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 8, 1998

LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.

SUBJECT: SHADOWCHASER, INC.
REF: W98000007800

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article V states there will be TWO director(s), whereas THREE is/are listed.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburg
Document Specialist

FAX Aud. #: E98000006674
Letter Number: 098A00018558

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ARTICLES OF INCORPORATION
OF
SHADOWCHASER, INC.

EFFECTIVE DATE
4-7-98

98 APR -8 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE I - NAME

The name of this corporation is SHADOWCHASER, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 9213 Cromwell Gardens Court, Orlando, Florida 32827.

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock which the Corporation has the authority to issue is ONE THOUSAND (1,000) shares, which shall consist of SEVEN HUNDRED NINETY (790) shares of Class A Voting Common Stock, of ONE DOLLAR (\$1.00) par value per share, and TWO HUNDRED TEN (210) shares of Class B Non-Voting Common Stock, of ONE DOLLAR (\$1.00) par value per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Richard J. Fildes.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either

This document was prepared by:
Richard J. Fildes, Esquire
Florida Bar Number: 237345
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:


Peter Gregor Jamieson	9213 Cromwell Gardens Court Orlando, Florida 32827
Arno Anthonius Johannes Hovius	Buisweg 87 1222 GB Hilversum (Netherlands)
Donald Charles George Armour	Plesmanlaan 30 8072 PT Nunspeet

ARTICLE VI - INCORPORATOR

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

Richard J. Fildes	215 North Eola Drive Orlando, Florida 32801
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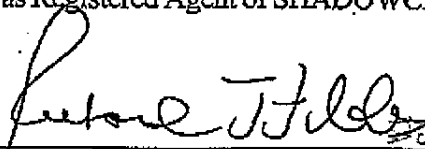
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of April, 1998.



 Richard J. Fildes, Incorporator

ACCEPTANCE OF REGISTERED AGENT

INC. The undersigned hereby accepts the designation as Registered Agent of SHADOWCHASER,



 Richard J. Fildes

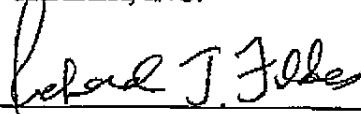
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WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of SHADOWCHASER, INC.



Richard J. Fildes

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