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340 NORTH, INC.
502 East New Haven Avenue
Melbourne, FL 32901

Ph: 407-726-4100

Fax: 407-984-9547

Sept. 19, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

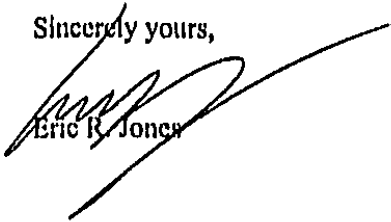
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RE: 340 North, Inc.

Dear Sirs:

Enclosed is the original and one executed copy of the original Articles of Incorporation for 340 North, Inc. together with our check #2027 for \$122.50 in payment of the filing and certification fees.

Sincerely yours,


Eric R. Jones

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
340 NORTH, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, as sole subscriber to these Articles of Incorporation, being a natural person, competent to contract and to render services under the Laws of the State of Florida, hereby presents and adopts these Articles of Incorporation of a corporation under the Florida Business Corporation Act, and other laws of the State of Florida.

ARTICLE I

The name of the corporation is "340 NORTH, INC.", whose primary address is 502 East New Haven Avenue, Melbourne, Florida, 32901 and whose mailing address is 502 East New Haven Avenue, Melbourne, Florida, 32901.

ARTICLE II

The term of existence of this corporation shall be perpetual.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

To such extent as a Corporation organized under the Florida Business Corporation Act of this state may now or hereafter lawfully do, either as principle or agent and either alone or in connection with other corporations, firms, or individuals, this corporation may do all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a Corporation may now or hereafter be organized to do or to exercise under the Florida Business Corporation Act of this state or under any amendment thereof, supplemental thereto, or substituted therefor.

ARTICLE IV

The aggregate number of shares of stock which the Corporation has authority to issue is 1,000 all of which shall be common shares.

ARTICLE V

It is the intention of the incorporator that the stock of this Corporation shall qualify as a Small Business Company Stock under Section 1244 of the Internal Revenue Code, and as a Subchapter "S" Corporation.

ARTICLE VI

The street address of the initial registered office of the Corporation shall be 502 East New Haven Avenue, Melbourne, Florida 32901. The name of the initial registered agent at such address is Eric R. Jones. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

The initial Board of Directors of the Corporation shall consist of one member. The name and address of the director is:

<u>Name</u>	<u>Address</u>
Mark S. Salmon	502 East New Haven Avenue Melbourne, Florida, 32901

The above named Director is of full legal age and is a legal resident of the United States of America. The number of Directors may be either increased or decreased from time to time by amending the By-Laws of the Corporation, but shall at no time be less than one.

ARTICLE VIII

No Director of the Corporation shall be deemed to have duly qualified as such unless he is a holder of record of no less than one (1) of the common shares of the Corporation. Should any such Director cease to hold such shares, his office as Director shall be deemed to be vacant.

ARTICLE IX

The business of the corporation shall be conducted by a President and Secretary and Treasurer.

The officer who shall serve for the first year, or until successors are chosen are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Mark S. Salmon	President Secretary Treasurer	502 East New Haven Avenue Melbourne, Florida, 32901

ARTICLE X

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Mark S. Salmon	502 East New Haven Avenue Melbourne, Florida, 32901

ARTICLE XI

Except as otherwise provided by Law, the entire voting power for the election of Directors shall be vested exclusively in the shareholders of the outstanding common shares. However, the holders of all outstanding common shares of the Corporation may, by separate written document, agree to a predetermined vote of their shares with regard to questions of the election and direct appointment of officers, appointment of employees and the issuance of dividends. Such regulations or restrictive provisions shall not affect the rights of parties without actual notice thereof unless notice of the existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such shares.

ARTICLE XII

The shareholders of the Corporation shall have the power to include in the By-laws, adopted by a sixty percent (60%) majority of the stockholders of the Corporation, any regulations or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of the Corporation by any of its shareholders, or in the event of the death, termination, or resignation of any of its shareholders who may also be Directors or Officers of the Corporation. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the shareholders of the Corporation provided, however, that such regulatory or restrictive provisions shall be plainly written upon the certificate evidencing the ownership of such shares.

ARTICLE XIII

The Corporation shall indemnify any officers or directors, or any former officer or directors, to the full extent permitted by law.

ACCEPTANCE BY ORIGINAL SUBSCRIBER AND INCORPORATOR

IN WITNESS WHEREOF, I, Mark S. Salmon, as original subscriber hereto have executed these Articles of Incorporation this day of September, 1996, for 340 NORTH, Inc.

Mark S. Salmon
Mark S. Salmon

STATE OF FLORIDA :
COUNTY OF BREVARD :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Mark S. Salmon, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same. He presented Florida Drivers License as identification and took an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of September 1996.

Susan L. Hall
Notary Public
My Commission Expires



SUSAN L. HALL
COMMISSION # CC 506865
EXPIRES DEC 20, 1999
BONDED THRU
ATLANTIC BONDING CO INC

ACCEPTANCE OF REGISTERED AGENT

IN WITNESS WHEREOF, I, Eric R. Jones, have executed these Articles of Incorporation this day of September, 1996 and hereby accept the duties and responsibilities as Registered Agent for 340 NORTH, Inc.

Eric R. Jones
Eric R. Jones

STATE OF FLORIDA :
COUNTY OF BREVARD :

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Eric R. Jones, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same. He presented Florida Drivers License as identification and took an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of September 1996.

Susan L. Hall
Notary Public
My Commission Expires:



SUSAN L. HALL
COMMISSION # CC 506865
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