

N96000002907

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

David Corp.
 INFORMATION BY PHONE TO
 SUBJECT *Article III*
 (3)
PK

wab-1233
PA 6/3/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<i>5/29</i>		
TIME	<i>9.00</i>		CK No. _____
BY	<i>DD</i>		

WALK-IN
 Will Pick Up _____

RE: *Look Out File* No. 52810

96 JUN -3 PM 1:28

SECURE MAIL SERVICE
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

May 29, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: LOOK OUT TOWER, INC.
Ref. Number: W96000011333

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

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return 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 (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A00026734

RECEIVED
JUN 1 1996
PH: 08:00
DIVISION OF CORPORATIONS
Corporations

FILED

96 JUN -3 PM 1:29

**ARTICLES OF INCORPORATION OF
LOOK OUT TOWER, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person, acting, as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is Look Out Tower, Inc.

Article II

The corporation shall have a perpetual duration.

Article III

The corporation is a not for profit corporation. The general purposes for which the corporation is a charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

Article IV

The corporation is organized upon a non-stock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different

classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the by laws.

Article V

The street address of the initial registered office of the corporation is 110 N. Armenia Avenue, Suite A, Tampa, Florida. The name of its initial registered agent at such address is Kaydell Wright-Douglas, Esquire. This address shall also serve as the initial principal address of the corporation.

Article VI

The powers of this corporation shall be exercised, its property controlled and its affairs conducted by a board of directors (trustees). The number of directors of the corporation shall be (3); provided however that such number may be changed by a bylaw duly adopted pursuant to the bylaws of the corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on the first Saturday in June, 1996, at 12:00 p.m., at 110 N. Armenia Avenue, Suite A, Tampa, Florida 33609, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of three (3) years until directors and until the qualification of the successors in office. Annual meetings shall be held at 12:00 p.m., on the first Saturday

the annual meeting of members following the election of in June of each year at the principal office of the corporation, or at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residence addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Residential Address</u>
Cheryl Mitchell	8606 N. 13th Street Tampa, Florida 33604
Barbara Edmonds	2213 Davis Street Tampa, Florida 33605
Willis Cole	4203 Kenneth Court Tampa, FL 33610

Article VII

The name and address of each incorporator are:

<u>Name</u>	<u>Residential Address</u>
Cheryl Mitchell	8606 N. 13th Street Tampa, Florida 33604
Barbara Edmonds	2213 Davis Street Tampa, Florida 33605

Article VIII

The board of directors shall elect the following officers: president, vice president, treasurer and secretary and such other officers as the bylaws of this corporation may authorized the directors to elected from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Residential Address</u>
Cheryl Mitchell - President	8606 N. 13th Street Tampa, Florida 33604
Stacey Cole Vice -President	4202 Pasty Court Tampa, Florida
Barbara Edmonds - Secretary	2213 Davis Street Tampa, Florida 33605
Daryl Edmonds - Treasurer	4202 Pasty Court Tampa, Florida 33605

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation maybe made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to religious and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer of the corporation.

Article XI

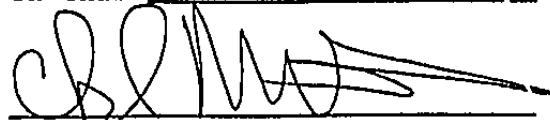
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of

any subsequent federal tax laws.

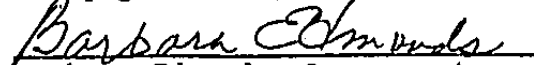
Article XII

Amendments to these articles of incorporate may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit religious corporation under the Laws of Florida, have executed these articles of incorporation on this _____.



Cheryl Mitchell, Incorporator


Barbara Edmonds, Incorporator

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE
SERVICE OF PROCESS IN THIS STATE

96 JUN -3 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with law.

Look Out Tower, Inc. a not-for-profit corporation organizing under the laws of the State of Florida with its principal office located at 110 N. Armenia Avenue, Suite A, Tampa, Florida 33609, hereby designates Kaydell Wright-Douglas, Esquire, as its agent at that address to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated Florida address) in some conspicuous place in the office as required by law.

Kaydell Wright-Douglas
Kaydell Wright-Douglas, Esquire
Registered Agent

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

23rd The foregoing instrument was acknowledged before me this day of May, 1996, by Kaydell Wright-Douglas, Esquire, who is personally known to me and who did take an oath.

(SEAL)

Jorge Luis Alvarado
Notary Public

