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VIA HAND DELIVER

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

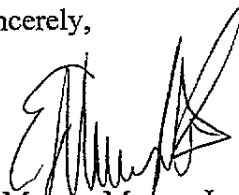
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*****78.75 *****78.75

RE: Articles of Incorporation - Sterling Services, Inc.

To Whom it May Concern:

Enclosed are the Articles of Incorporation and the Certificate of Designation Registered Agent/Registered Office for filing in the above-referenced matter. Also enclosed is our firm check in the amount of \$78.75 for the requisite filing fees and a certified copy of the Articles. If the runner delivering this letter can wait for the documents, please give them to him to return to me. If not, please call Karen Bradley in my office as soon as the documents are ready to be picked up. Please do not hesitate to call me if you have any questions. Your cooperation in this matter is appreciated.

Sincerely,



E. Murray Moore, Jr.

EMMJr:kab
Enclosures

FILED
00 FEB 18 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 FEB 18 AM 11:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH FEB 18 2000

ARTICLES OF INCORPORATION OF STERLING SERVICES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be STERLING SERVICES, INC.

ARTICLE II

Purpose

This Corporation shall be organized for any and all businesses and purposes which are lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be Lisa Caldwell. The address of the registered agent shall be 1390 Rachel Lane, Tallahassee, Florida 32308.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 1390 Rachel Lane, Tallahassee, Florida 32308.

FILED
09 FEB 18 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of one hundred (100) shares of common stock.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall not have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than fifteen (15). The number on the Board shall be set from time to time by the Board of Directors of the Corporation, or by the stockholders at an annual or special meeting thereof. The names and addresses of the members of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Lisa Caldwell	1390 Rachel Lane Tallahassee, Florida 32308
Elroy Caldwell	1390 Rachel Lane Tallahassee, Florida 32308

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Lisa Caldwell, 1390 Rachel Lane, Tallahassee, Florida 32308.

ARTICLE X

Officers

The officers of the Corporation shall be a president, a treasurer, a secretary, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The initial officers of the Corporation shall be as follows:

President and Secretary	Lisa Caldwell
Vice President and Treasurer	Elroy Caldwell

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party to any action, suit or proceeding by reason of the fact that he/she is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with any action, suit or proceeding, including appeals, to the full extent allowed pursuant to Section 607.0805, Florida Statutes (1999).

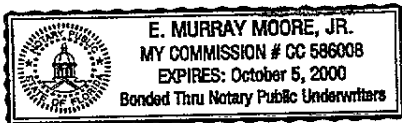
Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of the status as such, whether or not the Corporation has the power to indemnify him against such liability under the provision of this section.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this _____ day of February, 2000, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Lisa Caldwell
Incorporator

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared Lisa Caldwell, and being first duly sworn and upon her oath, stated that Lisa Caldwell signed the above Articles of Incorporation for the conditions and purposes therein expressed this 17th day of February, 2000.



E. Murray Moore, Jr.
NOTARY PUBLIC - STATE OF FLORIDA

E. Murray Moore, Jr.
PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me ✓
or produced the following identification: _____

G:\users\murray\sterlingarts

**CERTIFICATE OF DESIGNATION
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:

STERLING SERVICES, INC.

2. The name and address of the registered agent and office is:

LISA CALDWELL
1390 Rachel Lane
Tallahassee, Florida 32308

Signature:


LISA CALDWELL

Title: Incorporator

Date: 2/17/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

Signature:


LISA CALDWELL

Date:

2/17/00

Registered Agent Filing Fee: \$35.00

FILED
00 FEB 18 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA