

P000000067356

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000036124 6))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE
07-12-00

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 14 AM 9:24

FILED

FLORIDA PROFIT CORPORATION OR P.A.

LEDAWN INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 10, 2000

EMPIRE

SUBJECT: LEDAWN INC.
REF: W00000017292

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.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

THE ARTICLES ARE TOO DARK.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000036124
Letter Number: 000A00037960

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

8
H00000036124

EFFECTIVE DATE
07-12-00

ARTICLES OF INCORPORATION

OF

LEDAWN INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME OF CORPORATION

The name of this corporation shall be LEDAWN INC.

ARTICLE 2 - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every phase and aspect of any business to the public under the laws authorized to render.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property necessary for the rendering of such professional services.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 14 AM 9:24

FILED

H00000036124

H00000036124

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the corporation enumerated in these Articles of Incorporation or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of the corporation; and in general either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, or other laws of the State of Florida.

ARTICLE 3 - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which is divided as follows:

Name	Percentage of Shares
----	-----
LENWORTH DYER	50%
5465 N.W.184 STREET	
MIAMI, FLORIDA 33055	
 DAWN DELMARR	 50%
5465 N.W.184 STREET	
MIAMI, FLORIDA 33055	

H00000036124

H00000036124

ARTICLE 4 - REGISTERED AGENT

The initial registered agent of this Corporation shall be
LENWORTH DYER whose address is 5465 N.W.184 STREET, MIAMI,
FLORIDA 33055.

ARTICLE 5 - ADDRESS OF PRINCIPAL OFFICE

The street address of the initial principal office of
this corporation shall be 5465 N.W.184 STREET, MIAMI, FL.33055.

ARTICLE 6 - TERM OF EXISTENCE

This corporation shall commence on JULY 12, 2000 and
shall exist perpetually unless dissolved according to law.

ARTICLE 7 - BOARD OF DIRECTORS

A. The initial number of directors of this corporation
shall be two.

B. The number of Directors may be increased or diminished
from time to time by By-Laws adopted by the Directors, but shall
never be less than one.

H00000036124

H00000036124

C. The names and street addressed of the initial members of the Board of Directors, each to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

PRESIDENT

LENWORTH DYER
5465 N.W.184 STREET
MIAMI, FLORIDA 33055

SECRETARY

DAWN DELMARR
5465 N.W.184 STREET
MIAMI, FLORIDA 33055

D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal shall be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.

ARTICLE 8 - INCORPORATORS

The following are the names and addresses of the persons signing these Articles of Incorporation.

LENWORTH DYER
5465 N.W.184 STREET
MIAMI, FLORIDA 33055

H00000036124

H00000036124

ARTICLE 9 - SHAREHOLDERS

No shareholder of this corporation may sell or transfer his or her shares of stock therein, except to another individual who is eligible to be a shareholder hereunder. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

ARTICLE 10 - BY-LAWS

The power to adopt, amend or repeal By-Laws for the management of this corporation shall be vested in the Board of Directors.

ARTICLE 11 - ADDITIONAL CORPORATE POWERS

In furtherance hereof and not in limitation of the general powers conferred by the laws of the State of Florida, and pursuant to the purposes and objectives hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

H00000036124

H00000036124

B. To purchase and acquire any or all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies; provided, however, that the capital of the corporation shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) any other retirement or incentive compensation plan.

ARTICLE 12 - AMENDMENT

The corporation reserves the right to amend these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the shares of stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

H00000036124

