

THOMAS E. PRYOR, JR., P. A.  
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PO000000 71085

July 21, 2000  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

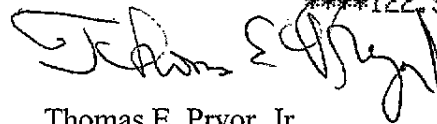
EFFECTIVE DATE  
07/21/00

Re: Elm Street Group, Inc.

Dear Sirs:

Enclosed please find the articles of incorporation for the above mentioned company plus a copy. Also enclosed please find a check for \$122.50 for filing. Also, please find a self-addressed stamped envelope. Please send a stamped copy of the articles to my attention at your earliest convenience. If you have any questions, please contact me.

Sincerely,

400003333354--9  
-07/24/00--01103--010  
\*\*\*122.50 \*\*\*\*\*78.75  


Thomas E. Pryor, Jr.

FILED  
00 JUL 24 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T.SMITH JUL 26 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**ELM STREET GROUP, INC.**

ESTABLISHED  
07/21/00

The undersigned, acting as sole incorporator, does hereby desire to form a corporation for profit pursuant to the Florida Business Corporation Act and does hereby adopt the following Articles of Incorporation:

**Article I-Name of Corporation**

The name of the corporation shall be **ELM STREET GROUP, INC.**

**Article II-Term of Existence**

The corporation shall commence its corporate existence upon the execution of these Articles of Incorporation and shall exist perpetually.

**Article III-General Purposes**

The general purposes for which the corporation is organized shall be to manufacture, construct, purchase, or otherwise acquire, dispose of, and to invest in, trade in, and deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description. It is intended that the corporation is organized for and may conduct and transact any an all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be, from time to time, amended.

**Article IV-Capital Stock**

The aggregate number of shares for which the corporation shall have authority to issue is Five Thousand (5,000) share of common stock, par value, One Cent (\$.01) per share.

**Article V-Initial Registered Office and Agent**

The street address of the initial registered office of the corporation is 1221 W. Colonial Drive, Suite 102, Orlando, Florida 32804 and the name of the initial registered agent of the corporation at that address is Thomas E. Pryor, Jr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **Article VI-Incorporator**

The name and street address of the incorporator of the corporation is:

Name

Thomas E. Pryor, Jr.

Address

1221 W. Colonial Drive, Suite 102  
Orlando, Florida 32804

#### **Article VII-Board of Directors**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors. The names and mailing addresses of the persons whom shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name

Thomas E. Pryor, Jr.

Address

1221 W. Colonial Drive, Suite 102  
Orlando, Florida 32804

#### **Article VIII-Bylaws**

The power to adopt, amend, or repeal the Bylaw for the management of the corporation shall be vested solely in the shareholders of the corporation.

#### **Article IX-Principal Office; Mailing Address**

The location and mailing address of the principal office of the corporation is 1221 W. Colonial Drive, Suite 102, Orlando, Florida 32804 . The location of the principal office shall be subject to change as may be provided in Bylaws duly adopted by the shareholders of the corporation.

**Article X-Indemnification**

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida this 21<sup>st</sup> day of July, 2000.

Thomas E. Pryor, Jr.

**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by Thomas E. Pryor, Jr. who is personally known to me or who produced as identification this 21<sup>st</sup> day of July, 2000.

 L. Edmonds  
My Commission CC653682  
Expires June 15, 2001

L. Edmonds  
NOTARY PUBLIC

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Thomas E. Pryor, Jr., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby state that he/she is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 of the Florida Business Corporation Act.

Thomas E. Pryor, Jr.