

P0000007296

Sheffia J. Fulmer
726 N.W. 33rd Avenue
Gainesville, FL 32609
(352) 373-6791 (ofc)

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-07/25/00-01041-003
*****78.75 *****78.75

RE: WINSTON ENTERPRISES, INC.

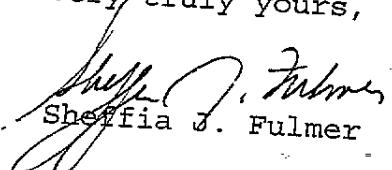
Dear Sir or Madam:

Enclosed please find:

1. Articles of Incorporation of Winston Enterprises, Inc., a profit corporation.
2. Designation of Resident/Registered Agent and acceptance by such agent.
3. My firm check in the amount of \$78.75 for:
 - a. Filing Fee;
 - b. Certified Copy of Charter;
 - c. Registered Agent Designation Fee.

Please file the subject documents, and forward the Certified Copy to my above-shown address.

Very truly yours,


Sheffia J. Fulmer

Enclosures

FILED
00 JUL 25 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~8-1~~
me



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 2000

SHEFFIA J. FULMER
726 NW 33RD AVE.
GAINESVILLE, FL 32609

SUBJECT: WINSTON ENTERPRISES, INC.
Ref. Number: W00000018797

We have received your document for WINSTON ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 800A00041178

ARTICLES OF INCORPORATION
OF
WINSTON MARKETING ENTERPRISES, INC.

FILED
00 JUL 25 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is WINSTON MARKETING ENTERPRISES, INC.

ARTICLE II. ADDRESS OF PRINCIPAL OFFICE.

The address of the principal office of this corporation is 726 N.W. 33rd Avenue,
Gainesville, FL 32609.

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in
any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue
and have outstanding at any one time is 500 shares of common stock with a par value of \$1.00.

ARTICLE V. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon filing of these
articles.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The registered agent and the street address of the initial Registered Office of this
Corporation in the State of Florida shall be:

Sheffia J. Fulmer
726 N.W. 33rd Avenue
Gainesville, Florida 32609

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have three (3) director(s) initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

Todd W. Fulmer
3818 A Python Street
Panama City Beach, FL 32408

Aaron L. Fulmer
726 N.W. 33rd Avenue
Gainesville, FL 32609

Sheffia J. Fulmer
726 N.W. 33rd Avenue
Gainesville, FL 32609

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS.

The name and street address of the persons signing these Articles of Incorporation as the Incorporators are:

Sheffia J. Fulmer
726 N.W. 33rd Avenue
Gainesville, FL 32609

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. BY-LAWS.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK.

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

TWO HUNDRED FIFTY (250) SHARES - Todd W. Fulmer
ONE HUNDRED TWENTY-FIVE (125) SHARES - Aaron Fulmer
ONE HUNDRED TWENTY-FIVE (125) SHARES - Sheffia Fulmer

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to the Corporation. The price and terms of which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XIII. STOCK ENDORSEMENT.

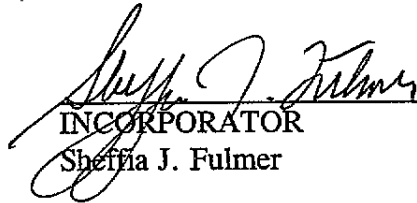
Each share of stock issued subject to these bylaws shall be endorsed as follows:

"Transfer, pledge, hypothecation, sale, assignment, gift or other disposition of this stock is restricted by an article of the bylaws of this company, a copy of which is on file at the office of the corporation."

ARTICLE XIV. INDEMNIFICATION.

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

IN WITNESS WHEREOF, the undersigned, as Incorporator(s), have executed the foregoing Articles of Incorporation on the 31st day of July, 2000.



INCORPORATOR
Sheffia J. Fulmer

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 31st day of July, 2000, by SHEFFIA J. FULMER, who is personally known to me and who did not take an oath.

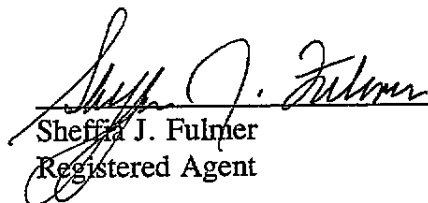
 Jessie E. Taylor
Commission # CC 761986
Expires JULY 23, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.



NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent to Accept Service for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with all the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.0505, Florida Statutes.



Sheffia J. Fulmer
Registered Agent