

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000115610

Glow Q, Inc.

600003505446--3
-12/19/00--01040--001
*****78.75 *****78.75

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
00 DEC 19 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC 19 AM 10:25
DIVISION OF CORPORATION

T. SMITH DEC 19 2000

Signature _____

Requested by: _____

Name SX Date 12/19/00 Time 10:08

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
GLOW Q, INC.**

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of the Corporation shall be: **GLOW Q, INC.**

The principal place of business of the Corporation shall be:

15735 N.W. 27th Ave.
Citra, FL 32113

The mailing address of the Corporation shall be:

c/o Edward M. Livingston, Esq.
P.O. Box 1599
Winter Park, FL 32790

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist in perpetuity as provided for in *Florida Statutes*, Chapter 607.

ARTICLE III - PURPOSE

This corporation is organized to conduct any and all lawful business or act in any manner lawful under the laws of the United States and the State of Florida, including *Florida Statutes*, Chapter 607 (1976), generally known as The Florida General Corporation Act or any other statute of the State of Florida not inconsistent with *Florida Statutes*, Chapter 607 (1976).

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 7,500 shares of Common Stock with \$1.00 par value per share.

The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors.

Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE VI - PREEMPTIVE RIGHTS

Shareholders shall have no preemptive rights.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 628 Ellen Drive, Winter Park, Florida 32789, and the name of the initial registered agent is EDWARD M. LIVINGSTON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws. The names and street addresses of the

first members of the Board of Directors, who shall hold office until the first meeting of shareholders or until successors are elected, are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Wayne A. Goelz	15735 N.W. 27 th Ave. Citra, FL 32113
Nancy L. Furholmen	15735 N.W. 27 th Ave. Citra, FL 32113

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Edward M. Livingston	628 Ellen Drive Winter Park, Florida 32789

ARTICLE IX - BY-LAWS

The shareholders or the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders at any meeting expressly called

for said purpose, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

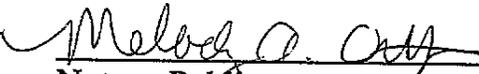
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of December, 2000.


Edward M. Livingston

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared EDWARD M. LIVINGSTON personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

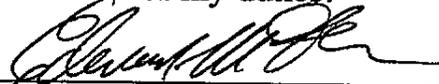
IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid, this 18th day of December, 2000.


Notary Public

 Melody A Orth
My Commission CC671962
Expires September 29, 2001

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for: GLOW Q, INC. at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


EDWARD M. LIVINGSTON
DATE: December 18, 2000