

PO00000116556



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 941161 79818A

AUTHORIZATION : Patricia Piquero

COST LIMIT : \$ 78.75

ORDER DATE : December 21, 2000

ORDER TIME : 12:23 PM

ORDER NO. : 941161-005

CUSTOMER NO: 79818A

CUSTOMER: Ms. Linda Schumacher  
Tew, Barnes & Atkinson L.l.p.

100003510401--8

2655 McCormick Drive

Clearwater, FL 33759

DOMESTIC FILING

NAME: ALWAYSTRUE CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES 12/31/01  
00 DEC 21 PM 12:57

00 DEC 21 PM 12:57

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 21 PM 1:08

adpeltel

**ARTICLES OF INCORPORATION  
FOR  
ALWAYSTRUE CORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC 21 PM 1:08

ARTICLE I - NAME

The name of this corporation shall be Alwaystrue Corporation

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue Ten Thousand (10,000) shares of common stock having a per share par value of one cent (\$0.01).

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Robert L. Barnes, Jr., Esquire. The street address of the initial registered office of the corporation for service of process shall be 2655 McCormick Drive, Clearwater, Florida 33759.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have two directors. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

Joseph Fuchs

10546 - 136th Street, North  
Largo, FL 33774

Mohammad Karimi

10546 - 136th Street, North  
Largo, FL 33774

ARTICLE VII - INCORPORATOR

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

Robert L. Barnes, Jr.

2655 McCormick Drive  
Clearwater, FL 33759

#### ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 10546 136th Street, North, Largo, Florida 33774. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

#### ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the board of director(s) at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

#### ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

#### ARTICLE XI - PRE-EMPTIVE RIGHTS

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.

#### ARTICLE XII - AMENDMENT OF ARTICLES

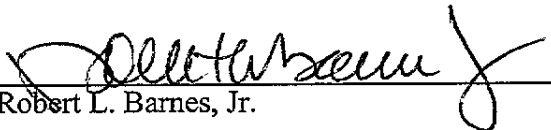
The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance

with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the corporation are granted subject to this reservation.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20 day of December, 2000.

  
Robert L. Barnes, Jr.

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 20 day of December, 2000, by Robert L. Barnes, Jr., who is personally known to me.

  
Signature of Person Taking Acknowledgment

Kathleen E. Roberts  
Name of Acknowledger Typed, Printed or Stamped

(NOTARY SEAL)



Notary Public, State of Florida

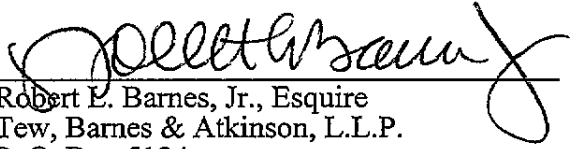
CC 838753  
Notarial Serial Number

**NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for Alwaystrue Corporation, a Florida corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation this 20<sup>th</sup> day of December, 2000.

Tew, Barnes & Atkinson, L.L.P.

By: \_\_\_\_\_

  
Robert E. Barnes, Jr., Esquire  
Tew, Barnes & Atkinson, L.L.P.  
P. O. Box 5124  
2655 McCormick Drive  
Clearwater, FL 33758-5124  
(727) 799-2882

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
00 DEC 21 PM 1:08