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THE UNITED STATES
CORPORATION
COMPANY

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DIVISION OF CORPORATIONS
01 JAN 22 PM 4:49

ACCOUNT NO. : 072100000032

REFERENCE : 972896 9153A

AUTHORIZATION :

Patricia Pizute

COST LIMIT : \$ 70.00

ORDER DATE : January 22, 2001

ORDER TIME : 2:31 PM

ORDER NO. : 972896-005

CUSTOMER NO: 9153A

90003563229--B

CUSTOMER: Jerry C. Cobb, Esq
Jerry C. Cobb Attorney At Law

Suite 206-207
501 So. Ft. Harrison Avenue
Clearwater, FL 33756

DOMESTIC FILING

NAME: ~~ASPEN ENTERPRISES, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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W01-1681

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 23, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT
Please give original
submission date as file date.

SUBJECT: ASPEN ENTERPRISES, INC.
Ref. Number: W01000001681

We have received your document for ASPEN ENTERPRISES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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.

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Claretha Golden
Document Specialist

Letter Number: 001A00003621

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
01 JAN 22 PM 4:49

ARTICLES OF INCORPORATION

of

ASPEN PROPERTIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ASPEN PROPERTIES, INC.

ARTICLE II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 1501B Belcher Road South, Largo, FL 33771, and the mailing address of the corporation shall be the same.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1501B Belcher Road South, Largo, FL 33771 and the name of the initial registered agent of the corporation at that address is GLENN H. GOULD, III.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: GLENN H. GOULD, III, 260 Bath Club Blvd. South, N. Redington Beach, FL 33708.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the offering for sale of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof at the price and upon the terms at which it is offered to others by the Corporation.

ARTICLE IX. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two directors, initially. The names and addresses of the members of the Board of Directors are: GLENN H. GOULD, III and MARILYN J. GOULD.

ARTICLE X. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

GLENN H. GOULD, III
260 Bath Club Blvd. South
N. Redington Beach, FL 33708

President

MARILYN J. GOULD
260 Bath Club Blvd. South
N. Redington Beach, FL 33708

Secretary/Treasurer

IN WITNESS WHEREOF, the undersigned GLENN H. GOULD, III has hereunto set her hand this 17th day of January, 2001.

GLENN H. GOULD, III

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617,0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

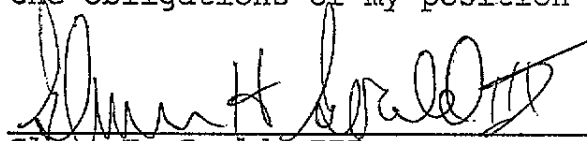
1. The name of the corporation is:

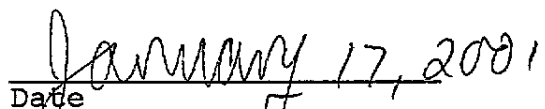
ASPEN PROPERTIES, INC.,

2. The name and address of the registered agent and office is:

Glenn H. Gould, III
1501B Belcher Road South
Largo, FL 33771

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Glenn H. Gould, III


Date January 17, 2001