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TRANSMITTAL LETTER

2001 MAR 22 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Acro-Works Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Richard J. Sinclair

Name (Printed or typed)

14130 Hunters Grove Dr.

Address

Orlando, FL 32828

City, State & Zip

(407) 380-0091

Daytime Telephone number

300003893369--4

-03/23/01--01004--010

\*\*\*\*\*87.50 \*\*\*\*\*87.50

NOTE: Please provide the original and one copy of the articles.

3/27/01

ARTICLES OF INCORPORATION OF ACRO-WORKS INC.

EFFECTIVE DATE

3/20/01

The undersigned incorporators hereby make, subscribe to, acknowledge and file these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be: Acro-Works Inc. and it shall be hereafter referred to as the "corporation".

ARTICLE II - PRINCIPAL OFFICE

The street and mailing address of the principal place of business of the corporation shall be:  
14130 Hunters Grove Dr. Orlando, FL 32828-6114.

ARTICLE III - PURPOSE

The general purposes for which the corporation is initially organized are as follows:

- a. Any business activity authorized by the laws of the State of Florida
- b. To transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1979) as amended; from the effective date of Mar 20, 2001 forward.

ARTICLE IV - SHARES

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares. These shares shall consist of one class only, and such class shall be known as "common stock" or "common shares" of the corporation. Each share shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL DIRECTORS

The number of directors who shall constitute the initial Board of Directors of the corporation shall be five (5). The name and street address of each person who is to serve as a member of the initial Board of Directors of the corporation shall be:

<u>Name of Director</u>	<u>Address</u>		
Richard J. Sinclair	14130 Hunters Grove Dr.	Orlando, FL	32828
Pamela L. Sinclair	14130 Hunters Grove Dr.	Orlando, FL	32828
Tim Powell	5103 Pelleport Avenue	Orlando, FL	32812
John P. Allen	3885 Long Grove Ln	Port Orange, FL	32119
Fred V. Albury	6736 Raeburn Lane	Charlotte, NC	28227

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of the corporation shall be:

14130 Hunters Grove Dr. Orlando, FL 32828-6114.

The name of the initial registered agent (who shall be located at such registered office) shall be: Richard J. Sinclair. To signify acceptance of appointment as registered agent, the registered agent named in this Article has signed these Articles pursuant to 607.034, Florida Statutes.

ARTICLE VII - INCORPORATOR

The name and street address of each incorporator of the corporation is as follows:

Richard J. Sinclair	14130 Hunters Grove Dr.	Orlando, FL 32828-6114
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ARTICLE VIII - NEW ISSUE OF SHARES

When a new issue of shares of the corporation is offered by it for sale in which the consideration to be paid for such shares is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his or her pro-rata number of shares, or fractions thereof, at the price at which such newly issued shares are offered for sale to other persons (subject only to the maximum ownership provisions in Article IX).

ARTICLE IX - OWNERSHIP OF SHARES

Ownership of common shares of the corporation will be restricted in the following manner: no more than five percent of all authorized shares of the corporation shall be owned or held at any time (other than by proxy) by any investor who is not also a member of the corporation's board. Any married couple holding shares of the corporation shall be considered to be a single investor for the purposes of this restriction.


ARTICLE X - EFFECTIVE DATE


The corporation shall be conducting business from the effective date of Mar 20, 2001 forward.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of the State of Florida, by these presents does hereby execute, acknowledge and cause to be delivered to the Florida Department of State these Articles of Incorporation of:

Acro-Works Inc.

and we request the Department of State to file these Articles as of the date and time indicated in Article II hereof, in accordance with chapter 607, Florida Statutes; accordingly the undersigned incorporator does hereunto set his hand and seal at Orlando, Orange County, Florida, this 12th day of March, 2001.

  
As Incorporator

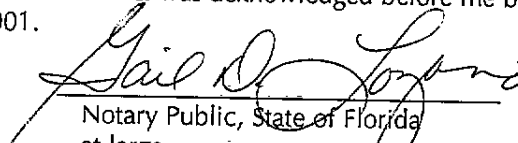
  
As Registered Agent

ACKNOWLEDGEMENTS

FLDL# 5524 750-65105-0

STATE OF FLORIDA, COUNTY OF ORANGE

The foregoing Articles of Incorporation of Acro-Works Inc. was acknowledged before me by:  
Richard J. Sinclair this 12th day of March, 2001.

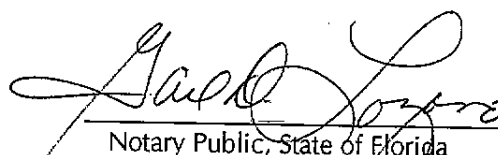
  
Notary Public, State of Florida  
at large.  
My commission expires:

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2001 MAR 22 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



STATE OF FLORIDA, COUNTY OF ORANGE

The foregoing Acceptance of Designation of Registered Agent of Acro-Works Inc. was acknowledged before me by:  
Richard J. Sinclair this 12th day of March, 2001.

  
Notary Public, State of Florida  
at large.  
My commission expires:

