

PO10000032230

200003929552--2  
-03/29/01--01004--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

42 East Yale Street  
Orlando, FL 32804  
PHONE: 407-894-2589  
March 28, 2001

Bureau of Corporate Records  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

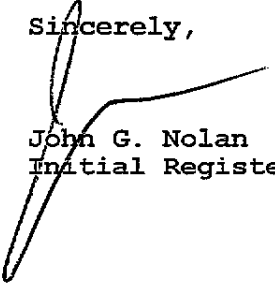
RE: Orlando Venture Capital, Inc.

Dear Ladies/Gentleman:

Enclosed please find a check in the amount of 78.75, along with the articles of Incorporation for the above corporation, to be filled with the State of Florida. Upon filing, please return a copy of the documents to our office at the above address.

If you have any questions or require anything further, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

  
John G. Nolan  
Initial Registered Agent and Director

FILED  
01 MAR 29 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I - Corporate Name**

The name of the corporation shall be:...

ORLANDO VENTURE CAPITAL, INC.

**ARTICLE II - Principal Office**

The Initial principal office of the corporation shall be:

42 East Yale Street

Orlando, FL 32804

**ARTICLE III - Purpose**

This corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida, including but not limited to:

Any type of construction, development or sale of real or personal property herein the State of Florida; as well as all business activities related thereto, or which may be necessary, advantageous or proper in the conduct of the business; to exercise generally such powers as may be incidental to or convenient for the purposes and business of the corporation; and to have, exercise and enjoy all the rights and privileges of a corporation for profit under the laws of the State of Florida; it being expressly provided that the foregoing enumerated powers shall not be held to limit or restrict the general powers of the corporation.

FILED  
01 MAR 29 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV - Shares**

The maximum number of shares of stock this corporation may issue is one thousand shares of common stock, which shall be the common stock of \$1.00 par value. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

#### **ARTICLE V - Initial Officers/Directors**

The stockholders of the corporation shall manage the business of the corporation. The board of directors shall initially consist of one member, who is:

John G. Nolan  
42 East Yale Street  
Orlando, Florida 32804

The said corporation may have additional members on the board of directors, as may be authorized in the bylaws of the corporation.

#### **ARTICLE VI - Registered Agent**

The registered agent for the corporation is:

John G. Nolan  
42 East Yale Street  
Orlando, Florida 32804

**ARTICLE VII - Incorporator**

The name and business address of the person signing these Articles of Incorporation as subscriber is:

John G. Nolan  
42 East Yale Street  
Orlando, Florida 32804

**ARTICLE VIII**

The corporation shall have perpetual existence.

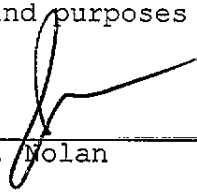
**ARTICLE IX**

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

**ARTICLE X**

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

  
\_\_\_\_\_  
John G. Nolan

STATE OF FLORIDA

COUNTY OF Orange


Before me, the undersigned authority, personally appeared JOHN G. NOLAN,

(☒) well known to be the person described in or

( ) who has produced \_\_\_\_\_ as identification,

and who subscribed the foregoing Articles of Incorporation and he freely and voluntarily acknowledged before that he made and subscribed the foregoing for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at \_\_\_\_\_, in said County and State, this 28<sup>th</sup> day of March, 2001.

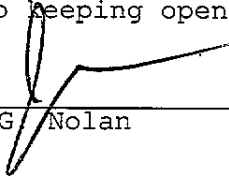
  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:



FILED  
01 MAR 29 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept Service of Process for **ORLANDO VENTURE CAPITAL, INC.**, at the place designated in Article VI of the Articles of Incorporation, hereby accepts the obligates as Registered Agent and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open said office.

  
\_\_\_\_\_  
John G. Nolan