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John A. Henninger, P.A.

Attorney at Law

Criminal Law  
Trial Practice  
Family Law

May 21, 2001

FILED  
DI MAY 23 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: FIRST UP ENTERPRISES INCORPORATED.

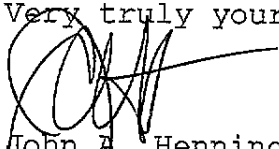
600004302186--8  
-05/23/01--01055--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

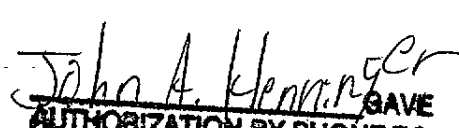
Enclosed for filing are the Articles of Incorporation of FIRST UP ENTERPRISES, INCORPORATED. Also enclosed is our check in the amount of \$78.75 in payment of the filing fee.

Please sent the certified copy of the Articles of Incorporation to this address.

Very truly yours,

  
John A. Henninger

JAH/jh  
enclosures

  
GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Princ. Address  
DATE 6-4-01  
DOC. EXAM WC

6-4-01  
WC

**ARTICLES OF INCORPORATION  
OF  
FIRST UP ENTERPRISES, INCORPORATED**

FILED  
01 MAY 23 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

**ARTICLE ONE: NAME**

The name of the proposed corporation is FIRST UP ENTERPRISES, INCORPORATED.

**ARTICLE TWO: NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and any and all acts or statutes amendatory thereof and supplemental thereto.

**ARTICLE THREE: CAPITAL STOCK**

The total number of shares of stock which the corporation shall have the authority to issue is five hundred(500) shares of common stock at a par value of one dollar(\$1.00) per share. Each share of common stock shall represent one vote.

**ARTICLE FOUR: INITIAL BOARD OF DIRECTORS**

The name and address for the initial Board of Directors of the corporation is:

ROBERT J. MERINGO, 5190 38<sup>TH</sup> WAY SOUTH, ST. PETERSBURG, FLORIDA 33711, President and Secretary;

SHIRLEE COURTNEY, 9217 TUDOR DRIVE, TAMPA, FLORIDA 33615, Vice-President and Treasurer.

**ARTICLE FIVE: TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE SIX: INITIAL REGISTERED AGENT AND OFFICE**

The initial name and street address of the registered agent of the corporation is ROBERT J. MERINGO, 5190 38<sup>TH</sup> WAY SOUTH, ST. PETERSBURG, FLORIDA 33711. THE PRINCIPAL ADDRESS IS THE SAME.

ARTICLE SEVEN: INCORPORATOR

The name and street address of the incorporator of the Articles of Incorporation is ROBERT J. MERINGO, 5190 38<sup>TH</sup> WAY SOUTH, ST. PETERSBURG, FLORIDA 33711.

ARTICLE EIGHT: OTHER PROVISIONS

The regulation of the business and the conduct of the affairs of the corporation and provisions creating, dividing and limiting the powers of the corporation, and the stockholders, including but not limited to, provisions governing the issue of stock certificates to replace lost or destroyed stock certificates shall be governed by the Board of Directors after adjourning of the organizational meeting and the stockholders shall have the power and authority to amend, change, modify and repeal by-laws of the corporation.

ARTICLE NINE: BEGINNING OF EXISTENCE

This corporation shall begin its existence as of the date of the filing of these Articles of Incorporation.

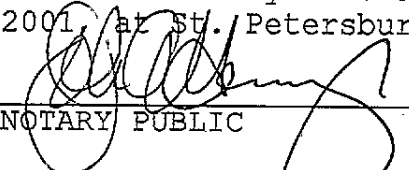
IN WITNESS WHEREOF, the undersigned, being the original incorporator, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct, and set my hand and seal, this 21 day of May, 2001.

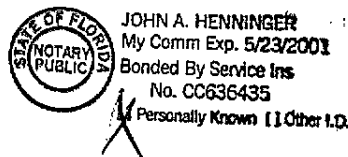
  
ROBERT J. MERINGO

STATE OF FLORIDA                     )  
  )  
COUNTY OF PINELLAS                )

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT J. MERINGO, to me well known to be the person described in the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal, this 21 day of May, 2001, at St. Petersburg, Florida.

  
NOTARY PUBLIC  
My Commission Expires:



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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FIRST UP ENTERPRISES, INCORPORATED.
2. The name and street address of the registered agent and office is:

ROBERT J. MERINGO, 5190 38<sup>TH</sup> WAY SOUTH, ST.  
PETERSBURG, FLORIDA 33711.

HAS 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.

  
ROBERT J. MERINGO

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