

CURTIS G. HAYES  
11691 SEMINOLE BLVD.  
SEMINOLE, FLORIDA 33778  
800-722-8299

PO/000/02320

9/24/2001

Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

200004610392--3  
-09/25/01--01061--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
Firefly Holdings, Inc.

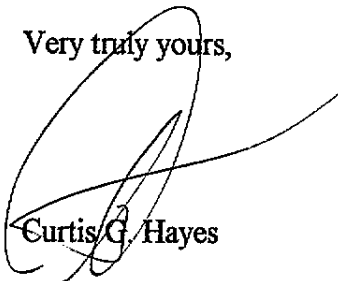
Dear Secretary:

I enclose herewith an original and a copy of Articles of Incorporation for the above referenced corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	\$35.00
Registered Agent fee	35.00
	<u>\$70.00</u>

Please file the Articles of Incorporation and return a copy to this office.

Very truly yours,

  
Curtis G. Hayes

FILED  
01 OCT 22 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WIA/000022396

8 Mitchell OCT 23 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
01 OCT 22 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 26, 2001

CURTIS G. HAYES  
11691 SEMINOLE BLVD.  
SEMINOLE, FL 33778

SUBJECT: FIREFLY HOLDINGS, INC.  
Ref. Number: W01000022396

We have received your document for FIREFLY HOLDINGS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

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.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Barbara Bostick  
Document Specialist  
New Filings

Letter Number: 101A00053667

**ARTICLES OF INCORPORATION**  
**OF**  
**FIREFLY HOLDINGS, INC.**

FILED  
01 OCT 22 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby organize a corporation for profit under the provisions of the Florida General Corporation Act, and pursuant to the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of this corporation is:

Firefly Holdings, Inc.

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence, commencing upon filing.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue Two Million-Four Hundred Thousand (2,400,000) shares of common stock with zero par value. This corporation is also authorized to issue Six-Hundred-Thousand (600,000) shares of preferred stock.

## ARTICLE V

### Preferences, Privileges, Restrictions and Rights

1. **Common Shares.** Each share of common stock confers the same rights and privileges as conferred by all other shares of common stock. Common shareholders have preemptive rights.

2. **Preferred Shares.** The Corporation may issue preferred shares in one or more series. The Board of Directors is authorized to determine, in the manner provided by law, the preferences, limitations, and relative rights of each series. Each series must be given a distinguishing designation. All shares within a series must have preferences, limitations, and relative rights identical with those of all other shares of the same series and, except otherwise provided in the description of the series, those of other preferred shares. The preferences, limitations and relative rights the Board of Directors may consider include, among others, (i) the rates, time of accrual and payment of dividends; (ii) the amount or amounts payable upon, and the manner of, redemption; (iii) the amount or amounts payable upon liquidation, dissolution or wind-up of the Corporation; (iv) sinking fund provisions; (v) the terms and rates of conversion or exchange; and (vi) voting rights. Except as provided in these Articles of Incorporation, preferred shareholders will not be entitled to participate in the earnings or assets of the Corporation. The Board of Directors may from time to time increase the number of shares of any series by providing that any unissued preferred shares will constitute part of a particular series, or may decrease (but not below the number of outstanding shares) the number of shares of any series by providing that any unissued shares previously assigned to a particular series will no longer constitute part of that series. To effectuate an increase or decrease in the number of shares of a series, the Board of Directors may fix or alter the terms of any unissued preferred shares.

## ARTICLE VI

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 11691 Seminole Blvd., Seminole, Florida 33778, and the name of the initial registered agent of this corporation at that address is: Curtis Hayes.

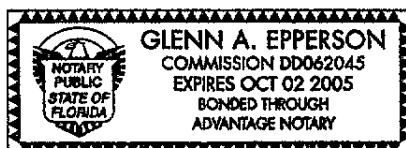
I hereby am familiar with and accept the duties and responsibilities as registered agent for Firefly Holdings, Inc.

  
Curtis Hayes

The forgoing instrument was acknowledged before me this 19<sup>th</sup> day of October 2001, by Curtis G. Hayes, he is personally known to me.

My Commission Expires:

Notary Public: 



## **ARTICLE VII**

### **Principal Office and Mailing Address**

The street address of the principal office and mailing address of the corporation is:

Firefly Holdings, Inc.  
11691 Seminole Blvd.  
Seminole, Florida 33778

## **ARTICLE VIII**

### **Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

#### **NAME**

#### **ADDRESS**

Curtis Hayes

11691 Seminole Blvd.  
Seminole, Florida 33778

## **ARTICLE IX**

### **Incorporator**

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

#### **NAME**

#### **ADDRESS**

Curtis Hayes

11691 Seminole Blvd.  
Seminole, Florida 33778

## **ARTICLE X**

### **Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**

**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

The undersigned subscriber hereby executes these Articles of Incorporation, this 8th. day of October, 2001.

  
\_\_\_\_\_  
Curtis Hayes, Incorporator

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of October, 2001, by Curtis G. Hayes, he is personally known to me.

My Commission Expires:

Notary Public:



