

PAR... STA...  
VIR... OR...  
**PO BOX 6327**  
**TALLAHASSEE, FL 32314**

**PO BOX 6327 58869**

**SUBJECT: OSCEOLA TRANSMISSION INC.**

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION  
AND OUR CHECK FOR 78.75

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-05/28/02--01101--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

STEVEN WILLIAMS  
\_\_\_\_\_  
NAME

125 W. KEEN ST.  
\_\_\_\_\_  
ADDRESS

KISSIMMEE, FL 34741  
\_\_\_\_\_  
CITY STATE, ZIP

407-933-4433  
\_\_\_\_\_  
PHONE

02 MAY 28 AM 9:14  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

MAY 29 2002  
6

02 MAY 28 AM 9:14  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OSCEOLA TRANSMISSION INC.**

**ARTICLE I. CORPORATE NAME**

THE NAME OF THIS CORPORATION IS OSCEOLA TRANSMISSION INC

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS TO ENGAGE IN ANY AND ALL BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE III. CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS 200 SHARES OF COMMON STOCK HAVING A PAR VALUE OF .10 PER SHARE.

**ARTICLE IV. TERM OF EXISTENCE**

THIS CORPORATION SHALL EXIST PERPETUALLY.

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

THE INITIAL OFFICE OF THIS CORPORATION SHALL BE:

125 W . KEEN ST  
KISSIMMEE, FL 34741

THE REGISTERED AGENT FOR THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

STEVEN WILLIAMS  
125 W KEEN ST  
KISSIMMEE,FL 34741

THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE REGISTERED OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

**ARTICLE VI. BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY BYLAWS ADOPTED BY THE SHAREHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

**ARTICLE VII. INITIAL DIRECTORS**

THE NAMES OF THE INITIAL DIRECTORS OF THIS CORPORATION AND THEIR STREET ADDRESSES ARE:

STEVEN WILLIAMS  
125 W KEEN ST  
KISSIMMEE FL 34741

**ARTICLE VIII. INCORPORATOR**

THE NAME OF AND STREET ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATOR IS:

STEVEN WILLIAMS  
125 W KEEN ST  
KISSIMMEE FL 34741

**ARTICLE IX. AMENDMENT**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT OF THESE ARTICLES OF INCORPORATION TO BE MADE.

**ARTICLE X. BEGINNING CAPITAL**

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS IS NOT LESS THAN \$500.00.

**ARTICLE XI. OFFICERS**

THE OFFICERS OF THE CORPORATON AND THE NAMES OF SAID OFFICERS WHO ARE TO SERVE UNTIL THE FIRST MEEETING OF THE BOARD OF DIRECTORS ARE:

PRESIDENT: STEVEN WILLIAMS

**ARTICLE XII. IDEMNIFICATION**

EACH DIRECTOR AND OFFICER, IN CONSIDERATION OF THEIR SERVICES, SHALL BE IDEMNIFIED, WHETER THEN IN OFFICE OR NOT, THE REASONABLE COSTS AND EXPENSES INCURRED BY THEM IN CONNECTION WITH THE DEFENSE OF OR FOR ADVISE CONCERNING ANY CLAIM ASSERTED OR PROCEEDING BROUGHT AGAINST THEM BY REASON OF THEIR BEING OR HAVING BEEN A DIRECTOR OR OFFICER OF THE CORPORATION OR ANY SUBSIDIARY OF THE CORPORATION, WHETHER OR NOT WHOLLY OWNED, OR BY ANY REASON OF ANY ACT OR OMMISSION TO ACT AS SUCH DIRECTOR OR OFFICER PROVIDED THAT THEY SHALL NOT HAVE BEEN DERELICT IN THE PERFORMANCE OF THEIR DUTY AS TO THE MATTER OR MATTERS IN RESPECT OF WHICH SUCH CLAIM IS ASSERTED OR PROCEEDING BROUGHT. THE FOREGOING RIGHT OF INDEMNIFICATION SHALL NOT BE EXCLUSIVE OF ANY OTHER RIGHTS TO WHICH ANY DIRECTOR OR DIRECTORS OR OFFICER OR OFFICERS MAY BE ENTITLED AS A MATTER OF LAW.

**ARTICLE XIII, COMPENSATION**

THE COMPENSATION OF THE OFFICERS OF THIS CORPORATION AS OFFICERS OR EMPLOYEES SHALL BE DETERMINED BY THE VOTE OF THE BOARD OF DIRECTORS EVEN THOUGH ANY OR ALL OF THE DIRECTORS ARE OFFICERS OR EMPLOYES OF THE CORPORATION. THE COMPENSATION OF THE DIRECTORS OF THIS CORPORATION SHALL BE ESTABLISHED BY THE VOTE OF THE STOCKHOLDERS.

IN WITNESS WHEREOF, THE UNDERSIGNED AS INCORPORATOR HAS EXECUTED THE FOREGOING ARTICLES OF INCORPORATION ON May 21, 2002

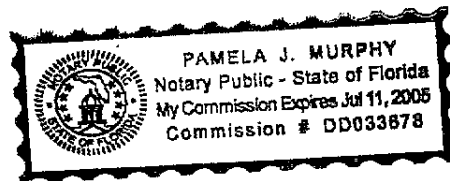
Steven Williams  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF OSCEOLA

BEFORE ME, A NOTARY PUBLIC, PERSONALLY

APPEARED STEVEN WILLIAMS, TO ME KNOWN TO BE THE PERSON DESCRIBED AS THE INCORPORATOR AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT (HE) (SHE) SUBSCRIBED TO THESE ARTICLES OF INCORPORATION ON MAY 21 2002

Pamela J. Murphy  
NOTARY PUBLIC  
STATE OF FLORIDA  
MY COMMISSION EXPIRES:



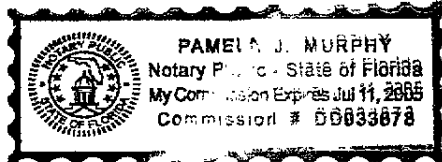
ACCEPTANCE

I, STEVEN WILLIAMS \_\_\_\_\_ HEREBY ACCEPT THE DESIGNATION OF  
RESIDENT AGENT FOR SERVICE OF PROCESS UPON OSCEOLA TRANSMISSION  
INC.. WISHING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S  
REGISTERED OFFICE AT 125 W KEEN ST. KISSIMMEE, FL 34741 AND AGREE TO ACT AS  
REGISTERED AGENT FOR SAID CORPORATION AND TO COMPLY WITH THE PROVISIONS OF  
FLORIDA LAW PERTAINING TO KEEPING OPEN SAID OFFICE AND UPON WHOM PROCESS  
MAY BE SERVED.

Steven L Williams

SWORN BEFORE ME THIS May 21 ~~OF~~ \_\_\_\_\_ 2002

Pamela J. Murphy  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:



02 MAY 28 AM 9:14  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS