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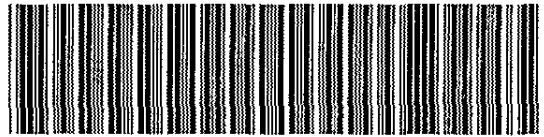
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EFFECTIVE DATE
12-15-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 DEC 20 PM 3:03

BR 12/20

Timothy and Jennifer Cardinal
6658 Shadow Oak Lane
Orlando, FL 32809
(407) 854-1986

December , 2002

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

Re: Incorporation of P & C Enterprises of Orlando, Inc.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation and Certificate of Designation, registered agent/registered office for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$78.75, representing the fees for filing and a certified copy. We request that the effective date of incorporation be December 15, 2002.

Thank you in advance for your assistance in this matter.

Sincerely,

Timothy Cardinal
Jennifer Cardinal

Enclosures

RECEIVED
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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

P & C Enterprises of Orlando, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

P & C Enterprises of Orlando, Inc.

The principal place of business and street address of this corporation shall be **Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando, Florida 32811**, and the mailing address of the corporation shall be **6658 Shadow Oak Lane, Orlando, Florida 32809**.

ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The street address of the registered agent of the corporation shall be **Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando, Florida 32811**, and the name of the registered agent of the corporation at that address is **Timothy Cardinal**.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: EFFECTIVE DATE OF CORPORATION

The effective date of the corporation shall be **December 15, 2002.**

ARTICLE VII: DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three (3) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

**Jennifer Cardinal, Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando,
Florida 32811**
**Timothy Cardinal, Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando,
Florida 32811**
Denver Phares, 3504 Blueberry Drive, Lakeland, Florida 33811

ARTICLE VIII:

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until his/her successors are elected or appointed are:

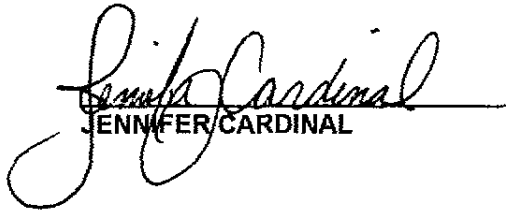
Jennifer Cardinal, President
Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando, Florida 32811
Timothy Cardinal, Vice President
Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando, Florida 32811
Denver Phares, Secretary/Treasurer
3504 Blueberry Drive, Lakeland, Florida 33811

ARTICLE IX: INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

**Jennifer Cardinal, Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando,
Florida 32811**
**Timothy Cardinal, Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando,
Florida 32811**
Denver Phares, 3504 Blueberry Drive, Lakeland, Florida 33811

The undersigned has executed these Articles of Incorporation this 16th day of
December, 2002. -


JENNIFER CARDINAL

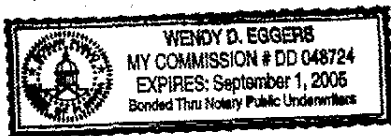
STATE OF FLORIDA

COUNTY OF SEMINOLE

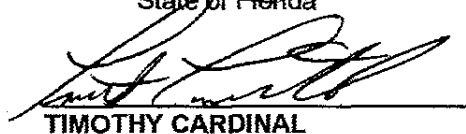
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgments, personally appeared **JENNIFER CARDINAL**, who revealed identification in the form of her Florida driver's license and who executed the foregoing instrument and acknowledged before me that she executed the same voluntarily. P620-436-78-901-0

WITNESS my hand and official seal in the County and State last aforesaid this 110th day of December, 2002.

(SEAL)




NOTARY PUBLIC
State of Florida


TIMOTHY CARDINAL

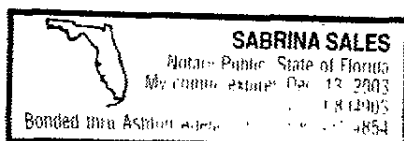
STATE OF FLORIDA

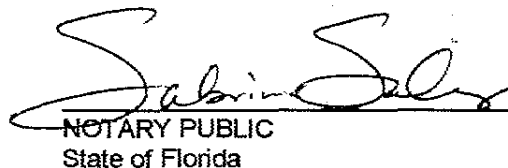
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgments, personally appeared **TIMOTHY CARDINAL**, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of December, 2002.

(SEAL)




NOTARY PUBLIC
State of Florida

Denver Phares
DENVER PHARES

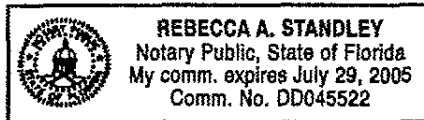
STATE OF FLORIDA

COUNTY OF Polk

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgments, personally appeared **DENVER PHARES**, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of December, 2002.

(SEAL)



Rebecca A. Standley
NOTARY PUBLIC
State of Florida

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION 02 DEC 20 PM 3:03

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 designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is P & C Enterprises of Orlando, Inc.
2. The name of the registered agent is **Timothy Cardinal**.
3. The address of the registered agent/registered office is **Kirkman Commerce Center, Building 771, #118, South Kirkman Road, Orlando, Florida 32811.**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

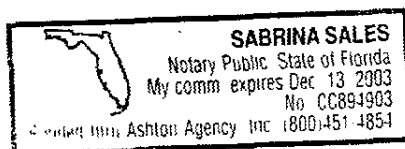

TIMOTHY CARDINAL

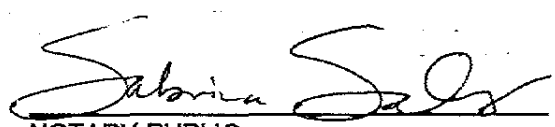
**STATE OF FLORIDA
COUNTY OF SEMINOLE**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Seminole to take acknowledgments, personally appeared **TIMOTHY CARDINAL**, who revealed his identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of December, 2002.

(SEAL)




NOTARY PUBLIC
State of Florida