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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

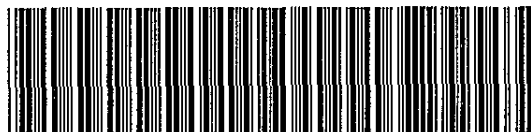
(Business Entity Name)

(Document Number)

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02 DEC 30 PM 2:20  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

02 DEC 30 PM 4:06  
RECEIVED  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

*Handwritten:* 2002-36227



ACCOUNT NO. : 072100000032

REFERENCE : 874989 9585A

AUTHORIZATION

*Patricia Pijute*

COST LIMIT : \$ 78.75

ORDER DATE : December 30, 2002

ORDER TIME : 2:27 PM

ORDER NO. : 874989-005

CUSTOMER NO: 9585A

CUSTOMER: Ms. Robin Padgett  
Potter Clement Lowry &  
Duncan  
308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: THOMAS HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 31, 2002

CSC

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: THOMAS HOLDINGS, INC.  
Ref. Number: W02000036227

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6927.

Tracy Smith  
Document Specialist  
New Filing Section

Letter Number: 302A00068019

RECEIVED  
03 JAN -3 AM 11:48  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION**

**OF**

**CET HOLDINGS, INC.**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC 30 PM 2:40

ARTICLE I. NAME

The name of this corporation is CET HOLDINGS, INC., whose address is 808 Delabosque, Longwood, FL 32779.

ARTICLE II. COMMENCEMENT OF EXISTENCE

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

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand Shares (10,000) shares of Common Stock having a Nominal or Par Value of One and No/100 Dollars (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor or services, which, in the judgment of the Board of Directors of the Corporation shall be of a valuation equivalent to the value of stock to be issued.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 808 Delabosque, Longwood, FL 32779, and the name of the initial registered agent of this corporation at that address is C. EDWARD THOMAS.

**ACKNOWLEDGEMENT:**

Having been made to accept service of process for the above state corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties. I hereby am familiar with and accept the obligations as registered agent for said corporation.



\_\_\_\_\_  
C. EDWARD THOMAS  
Registered Agent

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) director at all times. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

| <u>NAME</u>      | <u>ADDRESS</u>                       |
|------------------|--------------------------------------|
| C. EDWARD THOMAS | 808 Delabosque<br>Longwood, FL 32779 |

Members of the Board of Directors shall be deemed present at a meeting if a conference telephone or similar communications equipment and by means of which all persons participating in the meeting can hear each others views.

#### ARTICLE IX. INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of voting stock of the corporation may act without a meeting, as provided in Florida Statutes 607 or in the By-laws.

#### ARTICLE X. INCORPORATOR

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

| <u>NAME</u>      | <u>ADDRESS</u>                       |
|------------------|--------------------------------------|
| C. EDWARD THOMAS | 808 Delabosque<br>Longwood, FL 32779 |

#### ARTICLE XI. INDEMNIFICATION

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


#### ARTICLE XII. 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 the shareholders is subject to this restriction.

ARTICLE XIII. BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved in the Shareholders or Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of December, 2002.



C. EDWARD THOMAS  
Subscriber

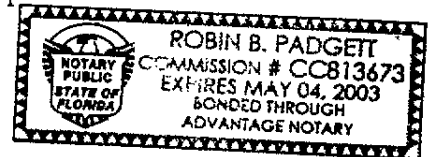
STATE OF FLORIDA  
COUNTY OF Lake

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of December, 2002, by C. EDWARD THOMAS, Subscriber to these Articles of Incorporation, and who provided Fla. Drivers License as identification.



NOTARY PUBLIC  
Commission Expires:

corporat\thomas.ed\articles



SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC 30 PM 2:20