

P03000008/481

David L. Smith

(Requestor's Name)

125 Geneva Dr

(Address)

(Address) (407) 466-6521

Coviedo, FL 32765

(City/State/Zip/Phone #)



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LANBridge Associates, Inc.

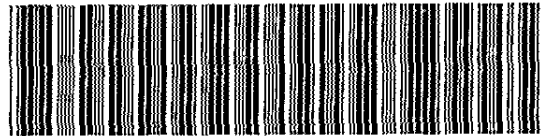
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DEPT. OF STATE  
TALLAHASSEE, FLORIDA  
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DIVISION OF REGISTRATION

**ARTICLES OF INCORPORATION OF  
LANBRIDGE ASSOCIATES, INC.  
A FLORIDA CORPORATION**

FILED  
03 JUL 25 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, all of whom are natural persons, desiring to form a corporation in accordance with the Florida Business Corporation Act, adopt the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be:

Lanbridge Associates, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business/mailing address is:

1713 Canoe Creek Rd.  
Oviedo, Florida 32766

**ARTICLE III. PURPOSE**

The purpose for which the Corporation is organized is to engage in and carry on all lawful activities within the State of Florida, and to do those things that are necessary or proper in connection with corporations organized and existing under the laws of Florida, including but not limited to the following:

(a) A consulting corporation specializing in computers, LAN/WAN/MAN configuration and design, as well as servicing and training in related areas.

(b) To enter into and make all necessary contracts for the conduct of its business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel and rescind those contracts.

(c) To borrow or raise money reasonably required in the conduct of its affairs and in connection with any proper business activity in which the Corporation may be engaged, and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.

(e) To carry on any other business in connection with and incidental to any of the foregoing business transactions, and dealings, and to do any other act legal under the laws of

the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.

(f) To invest the funds of the Corporation in real properties, mortgages, bonds, or any other types of investments, and while the owner or holder of any such real properties, mortgages, stocks, bonds, or other types of investments, to receive, collect, reinvest and dispose of the interest, dividends, and income arising from such property, and to possess and exercise in respect thereof all rights, powers, and privileges of ownership, including all voting powers of any stocks so owned.

(g) To establish and carry out pension, profit-sharing, share-bonus, share-purchase, incentive and benefit plans, trusts, and provisions for the directors, officers, and employees of the Corporation.

(h) To restrict the manner in which, and the persons to whom, its capital stock shall be issued or transferred, and to enact bylaws to put these restrictions into effect.

(I) To do everything necessary, proper, advisable or convenient to accomplish the purposes, attain the objectives, or further the powers that are set forth in these Articles of Incorporation and that are incidental to, pertaining to, or growing out of its professional business or that arise otherwise, and at all times comply with the provisions of the Corporation as presently enacted and as may be amended or suspended by any other statute.

## **ARTICLE IV. SHARES**

### **Number and Type**

The maximum number of shares that the Corporation is authorized to have outstanding is one hundred (100) shares of common stock having no par value.

### **Restrictions on Issuance and Transfer**

No share of stock of this Corporation shall be issued or transferred to any person who is not already a shareholder, incorporator, or director of the Corporation, without providing the existing shareholders, incorporators, or directors the right of first refusal at a par value set by the Board of Directors.

### **Authority of Board of Directors**

Shares without par value may be issued pursuant to subscriptions taken by the incorporators for any consideration that may be specified by the incorporators, and after organization, shares without par value may be issued on such consideration as may be fixed by the Board of Directors. The Board, in its discretion, may fix different amounts or kinds of consideration for the issuance of shares without par value, whether issued at the same time or at different times. Any and all shares without par value, the consideration for which has been fixed by the

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incorporators or the Board of Directors and has been paid or delivered, shall be fully paid and non-assessable.

### **Dividends**

The Board of Directors is authorized to fix and determine whether any, and if any, what part, of the surplus, however created or arising, shall be used, declared in dividends, or paid to shareholders without action by the shareholders, to the use or surplus, or any part thereof, as is permitted by corporate law, for the purchase or acquisition of shares, voting trust certificates for shares, bonds, debentures, notes, scrip, warrants, obligations, evidences of indebtedness or other securities of the Corporation.

### **Shareholder's Actions**

To the extent permissible under the laws of the State of Florida, consent by vote or otherwise of the holders of shares (of any class entitled to vote on that action) entitling them to exercise a majority of the voting power of the Corporation shall be sufficient to sustain any action to be taken by the shareholders of the Corporation, and in cases where any class shall be required by the laws of the State of Florida to consent separately as a class, consent by vote or otherwise of the holders of a majority of the shares of that class shall be sufficient to sustain any action to be taken by the shareholders of that class.

### **ARTICLE V. INITIAL OFFICERS/DIRECTORS**

The names(s), address(es) and title(s) of officer(s)/director(s):

Lewis Carl Pennington – President/Secretary  
1713 Canoe Creek Rd.  
Oviedo, Florida 32766

### **ARTICLE VI. REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Lewis Carl Pennington  
1713 Canoe Creek Rd.  
Oviedo, Florida 32766

### **ARTICLE VII. INCORPORATOR**

The name and address of the Incorporator is:

Lewis Carl Pennington  
1713 Canoe Creek Road  
Oviedo, Florida 32766

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Louis Carl Pennington  
Signature/Registered Agent

May 23, 2003  
Date

Louis Carl Pennington  
Signature/Incorporator

MAY 23, 2003  
Date

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03 JUL 25 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA