

P04000101722

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000140895 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BUSH ROSS GARDNER WARREN & RUDY, P.A.
Account Number : T19990000150
Phone : (813)224-9255
Fax Number : (813)223-9620

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL -8 AM 10:47

FILED

Burke K. Howard - 916630

FLORIDA PROFIT CORPORATION OR P.A.

ZEPHYROS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

7507/0804

JUL. 7. 2004 3:06PM

BRGWR-813-223-9620

NO. 0591 P. 2

BUSH ROSS GARDNER WARREN & RUDY, P.A.

ADAM LAWTON ALPERT
J. CARTER ANDERSEN
ERIC N. APPLETON
CARRIE BETH BARRIS
MARK A. BASURTO
AMANDA K. BENNETT
JOHN R. BUSH
KAREN COX
STEPHEN D. FRENCH
JEFFERY A. FROESCHLE
J. STEPHEN GARDNER
JOHN N. GIORDANO
SCOTT J. GIVENS
KENNETH C. GRACE
HEIDI L. HOBBS
ANDREW T. JENKINS
BRENT A. JONES

ATTORNEYS AT LAW
220 SOUTH FRANKLIN STREET
TAMPA, FLORIDA 33602

(813) 224-9255
FAX (813) 223-9620

MAILING ADDRESS:
POST OFFICE BOX 0813
TAMPA, FLORIDA 33601

July 7, 2004

A. CHRISTOPHER KASTEN, II
GLENN M. KATON
MICHAEL G. MARDIS
BRIAN T. MCSELFATRICK
S. TODD MERRILL
STEVEN H. MEZER
JOSEPH A. PROBABOO
JEREMY P. ROSS
JOHN F. RUDY, II
EDWARD Q. SAVITZ
MARIAN HYATT SEAR
ALICIA J. SCHUMACHER
H. BRADLEY STAGGS
RANDY K. STERNES
JEFFREY W. WARREN
DAVID B. WILLIAMS

Florida Division of Corporations

Dear Sir or Madam:

Please be advised that the owners of the attached Articles of Incorporation (Zephyros, Inc.) are the same owners of Zephyros, LLC.

Thank you.

Sincerely,


Brenda K. Holland
Legal Assistant

**ARTICLES OF INCORPORATION
OF
ZEPHYROS, INC.**

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE**

The name of this corporation is ZEPHYROS, INC. (the "Corporation") and its principal office and mailing address is 2930 Huntington Grove Square, Alexandria, Virginia 22306.

**ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation with the Florida Secretary of State.

**ARTICLE III
GENERAL NATURE OF BUSINESS**

The Corporation may transact any lawful business for which corporations may be incorporated under Florida law.

Brenda K. Holland, Legal Assistant
Bush Ross Gardner Warren & Rudy, P.A.
220 S. Franklin Street, Tampa, FL 33602
813-224-9255
Facsimile Audit No.: H04000140895 3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL -8 AM 10:47

FILED

Facsimile Audit No.: H04000140895 3

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$.001. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the Corporation upon liquidation or dissolution.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 220 S. Franklin Street, Tampa, Florida 33602, and the initial registered agent of the Corporation at such address is John N. Giordano.

ARTICLE VI
INCORPORATOR

The name and address of the Corporation's incorporator is:

Name

Address

Brenda K. Holland

220 S. Franklin Street
Tampa, Florida 33602

Facsimile Audit No.: H04000140895 3

ARTICLE VII
BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the Corporation.

ARTICLE VIII
INDEMNIFICATION

If the criteria set forth in §607.0850(1) or (2), *Florida Statutes*, as then in effect, have been met, then the Corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of July, 2004.


Brenda K. Holland, Incorporator

Facsimile Audit No.: H04000140895 3

CERTIFICATE DESIGNATING
REGISTERED AGENT

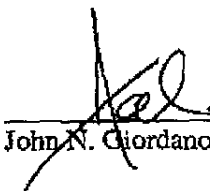
Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, ZEPHYROS, INC., desiring to organize under the laws of the State of Florida, hereby designates John N. Giordano, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 S. Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

ZEPHYROS, INC.

By: 
Brenda K. Holland, Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.


John N. Giordano

321955.1

04 JUL - 8 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED