

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0193 FAX

800-342-8086

**CSC networks**

MAIL TO:  
P.O. BOX 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 502947 9946A

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 122.50

ORDER DATE : January 31, 1995

ORDER TIME : 10:0 AM

ORDER NO. : 502947

CUSTOMER NO: 9946A

CUSTOMER: Ms. Esther Dunlop  
WOERNER & PARSONS

2001 South Ridgewood Avenue

South Daytona, FL 32119

DOMESTIC FILING

P95000008047

NAME: CAPRI VENTURES, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

Tm  
1-31-95  
02/A

RECEIVED  
55 JAN 31 AM 11:36  
DIVISION OF CORPORATION

FILED  
95 JAN 31 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CAPRI VENTURES, INC.

FILED  
95 JAN 31 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CAPRI VENTURES, INC.

The address of the principal office of this corporation shall be 2411 South Atlantic Avenue, Daytona Beach, Florida 32118, and the mailing address of the corporation shall be the same.

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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

George Gary Brown  
Dir.

2411 South Atlantic Avenue  
Daytona Beach, Florida 32118

Barbara Brown  
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

George Gary Brown Pres.	2411 South Atlantic Avenue Daytona Beach, Florida 32118
Barbara Brown Secr./Treas.	Same

ARTICLE VIII. INCORPORATOR

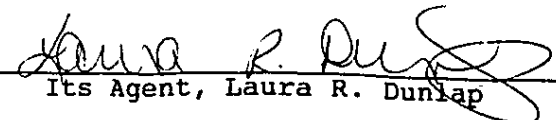
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on January 31, 1995.

CORPORATION INFORMATION SERVICES, INC.

By:

  
Its Agent, Laura R. Dunlap

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95 JAN 31 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this state, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

CMV/cld

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393

**CSC networks**

MAIL TO:  
P.O. Box 5828  
TALLAHASSEE, FL 32314

800 34 886  
FEB 17 AM 10:09  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 532947 9946A

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 35.00

ORDER DATE : January 31, 1995

ORDER TIME : 8:52 AM

ORDER NO. : 532947

000001409020

CUSTOMER NO: 9946A

CUSTOMER: Ms. Esther Dunlop  
Woerner & Parsons  
2001 South Ridgewood Avenue

South Daytona, FL 32119

CHANGE OF AGENT

NAME: CAPRI VENTURES, INC.

FILED  
95 FEB 17 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: CAROL HENSAL

*217*  
*By RA. Chang*  
William A. Parsons  
President

Charter No. P95000008047

Date Filed \_\_\_\_\_

## STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: CAPRI VENTURES, INC.

2. The name and address of its present registered agent is:

**CORPORATION INFORMATION SERVICES, INC.**  
1201 Hays Street  
Tallahassee, Florida 32301

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

3. The name and street address to which its registered agent is to be changed is:  
(P.O. BOX NOT ACCEPTABLE)

WILLIAM A. PARSONS, P.A.

2001 South Ridgewood Avenue

South Daytona, Florida 32119

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

George Gary Brown, President  
(Typed or printed name and title)

Signature

George Gary Brown  
(President or Vice President)

Date February 10, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name WILLIAM A. PARSONS, P.A.

Signature

William A. Parsons  
(Agent)  
President

Date February 10, 1995

P95000008047

LAW OFFICES OF  
**WOERNER & PARSONS**  
(A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS)  
ATTORNEYS & COUNSELORS AT LAW

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR -9 AM 10:17

H. CHARLES WOERNER, JR., P. A.  
WILLIAM A. PARSONS, P. A.

3001 SOUTH HIDEWOOD AVENUE  
SOUTH DAYTONA, FLORIDA 32119  
TELEPHONE (904) 767-9000  
FAX (904) 700-0748

March 6, 1994

400001425524  
-03/09/95--01084--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Division of Corporations  
Tallahassee, FL 32304

RE: Capri Ventures, Inc.

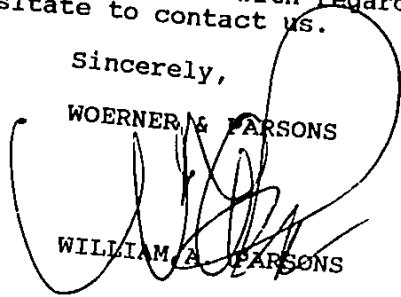
Dear Sir:

Please find enclosed Articles of Amendment of Capri Ventures, Inc. increasing the number of shares of stock of the above captioned corporation, together with our check in the amount of \$35.00 to cover your fees. Also enclosed is a self-addressed, stamped envelope and an extra copy of the Articles of Amendment for return of the filing date of this Amendment.

Should you have any questions with regard to the enclosed, please don't hesitate to contact us.

Sincerely,

WOERNER & PARSONS



WILLIAM A. PARSONS

WAP:emd

Enclosures

ama d  
jm  
3-10



ARTICLES OF AMENDMENT  
OF  
CAPRI VENTURES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR -9 AM 10:17

1. The following provisions of the Articles of Incorporation of CAPRI VENTURES, INC., a Florida corporation, filed in Tallahassee on January 31, 1995 be and they hereby are amended in the following particulars:

Article III. Capital Stock be and it hereby is amended to read as follows:

"Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time of 10,000 shares of common stock having \$1.00 par value per share."

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation on the 5<sup>th</sup> day of March, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 5<sup>th</sup> day of March, 1995.

George Gary Brown  
GEORGE GARY BROWN, President

Barbara Brown  
BARBARA BROWN, Secretary

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared GEORGE GARY BROWN and BARBARA BROWN, the President and Secretary, respectively, who are personally known to me and who did take an oath, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5<sup>th</sup> day of March, 1995.

Claudia Jean Kane  
Notary Public  
State of Florida at Large  
Printed Name: Claudia Jean Kane

My Commission expires:

8/21/98

