

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

000-342-8086

P95000011757

csc networks

Mail To:
P.O. Box 5020
Tallahassee, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 541701 8773A

AUTHORIZATION :

Patricia Pizzit

COST LIMIT : 9 122.50

ORDER DATE : February 10, 1995

ORDER TIME : 12:14 PM

ORDER NO. : 541701

CUSTOMER NO: 8773A

CUSTOMER: Karen Brown, Legal Assistant
SWANN AND ASSOCIATES

Suite 200
1031 W. Morse Boulevard
Winter Park, FL 32789

DOMESTIC FILING

P95000011757

NAME: STERLING INVESTMENT AND
MANAGEMENT GROUP, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

RECEIVED
95 FEB 10 PM 1:40
OFFICE OF CORPORATION
TALLAHASSEE, FLORIDA

FILED
95 FEB 10 AM 7:50
TALLAHASSEE, FLORIDA

2-13-95
02/14

ARTICLES OF INCORPORATION

OF

STERLING INVESTMENT AND MANAGEMENT GROUP, INC.

FILED
95 FEB 10 AM 7:52
SECRET
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Sterling Investment and Management Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 1031 W. Morse Blvd., Suite 270, Winter Park, Florida 32789.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five thousand (75,000) shares, which shall be designated Common Shares with a par value of one cent (\$.01) per share.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT

The initial street address of the registered office of the corporation in the state of Florida is Swann & Hadley, P.A., 1031 W. Morse Blvd.; Suite 270, Winter Park, Florida 32789.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be one (1).

D. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

<u>Name</u>	<u>Address:</u>
Doris Lutz	1031 W. Morse Blvd.; Suite 270 Winter Park, Florida 32789

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address:</u>
Joseph B. Denion	1031 W. Morse Blvd. Suite 270 Winter Park, Florida 32789

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 3rd day of February, 1995.



Joseph B. Denion, Incorporator

STATE OF FLORIDA)
)
COUNTY OF ORANGE) ss:

The foregoing instrument was acknowledged before me this 8th day of February, 1995, by Joseph B. Denion who is personally known to me and who did take an oath.



Notary Public, State of Florida
KAREN M. BROWN
My Comm. Exp. July 11, 1997
Comm. No. 07283710

Karen M Brown
NOTARY PUBLIC
Printed Name: Karon M. Brown
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed pursuant to Section 607.0501(3) of the Florida Business Corporation Act.

Swann & Hadley, P.A.

BY: [Signature]

Printed Name: Richard R. Swann

Its: President

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FILED
95 FEB 10 AM 7:52
TALLAHASSEE, FLORIDA
SECRETARY OF STATE