

P950000 29632

MACFARLANE AUSLEY FERGUSON & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

400 CLEVELAND STREET
P.O. BOX 1589 (ZIP 34617)
CLEARWATER, FLORIDA 34615
(813) 441-8916 FAX (813) 442-8470

227 SOUTH CALHOUN STREET
P.O. BOX 301 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(904) 224-1115 FAX (904) 222-7500

111 MADISON STREET, SUITE 2300
P.O. BOX 1531 (ZIP 33601)
TAMPA, FLORIDA 33602
(813) 273-4200 FAX (813) 273-4396

March 23, 1995

IN REPLY REFER TO:

Clearwater

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Schurawel, Inc.

600001444676
-03/31/95--01030--001
*****87.50 *****87.50

600001458206
-04/18/95--01088--001
*****35.00 *****35.00

Dear Sir:

Enclosed herewith please find an original and one copy of the Articles of Incorporation of Schurawel, Inc. Also enclosed is a firm check in the amount of \$87.50, representing the filing fee of \$35.00 and the certification fee of \$52.50.

Please file the original and return a certified copy to this office. Thank you for your assistance in this matter.

Sincerely,

R. Nathan Hightower
R. Nathan Hightower

RNH:lf
Enclosure

H:\DATA\ATY\RNH\SCHURAWEL\CORP.LTR

W95-7208
Per Lynn:
Correct RA
Name + address.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1995

NATHAN HIGHTOWER
P.O. BOX 1669
CLEARWATER, FL 34617

SUBJECT: SCHURAWEL, INC.
Ref. Number: W95000007208

We have received your document for SCHURAWEL, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6903.

ARTICLES OF INCORPORATION
OF
SCHURAWEL, INC.

FILED
95 APR 14 PM 3:16
SECRET
TALLER

ARTICLE I

Name

The name of this corporation is Schurawel, Inc.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 7,500 shares at One (\$1.00) Dollar par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

Preemptive Rights

Any shareholder, upon the sale, by the corporation, for cash of any new stock of this corporation 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 it is offered to others.

ARTICLE VI

Principal Office and Registered Agent

The street address of the principal office of this corporation is 2300 E. Timbercrest Drive, Deltona, Florida 32738, ~~and the name of the initial registered agent of this corporation at that address is Gregory Schurawel.~~

ARTICLE VII

Initial Board of Directors and Officers

This corporation shall have two (1) director(s) and/or officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Gregory Schurawel	3540 Route 42 Glen Spey, NY 12373	President/Director

ARTICLE VIII

Incorporators

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>
R. Nathan Hightower	400 Cleveland Street 8th Floor Clearwater, FL 34615

ARTICLE IX

By-Laws

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Shareholder Quorum and Voting

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII

Indemnification

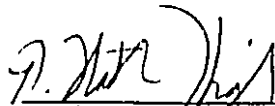
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of March, 1995.

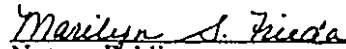


R. Nathan Hightower, Esquire
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

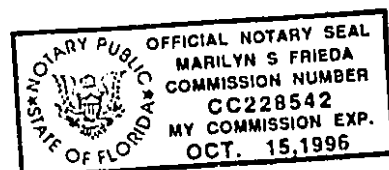
BEFORE ME, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared R. Nathan Hightower, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of March, 1995.



Notary Public

My Commission Expires:



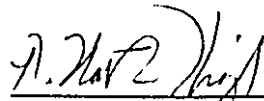
CERTIFICATE DESIGNATING PLACE OF RESIDENCE
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That SCHURAWEL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Deltona, County of Orange, State of Florida, has named **R. NATHAN HIGHTOWER**, located at 400 Cleveland Street, Suite 900, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



R. NATHAN HIGHTOWER
Resident Agent

SECRET
55 APR 16 11 30 AM '71
FBI