

P95000038352

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Bar Member of:

- Florida
- Indiana
- Federal Districts
- U.S. Court of Appeals
- U.S. Supreme Court

May 8, 1995

Florida Department of State  
Division of Corporations  
Attn: Filings  
409 East Gaines Street  
Tallahassee, FL 32399

Subject: Filing of Articles of Incorporation for  
Priscilla Services, Inc.

Dear Sir or Madam,

300001486979  
-05/15/95--01009--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Find enclosed herewith one (1) original of the executed Articles of Incorporation for subject new Florida corporation.

Please file the enclosed original articles as soon as administratively possible, and return the filed charter to the undersigned, immediately.

Find enclosed herewith, a check for \$70.00 made payable to the Florida Secretary of State to cover all applicable fees and expenses.

Please contact me if you have any questions on the above.

Very truly yours,

  
Ron Howell

cc: Client

4-26-5-15

FILED  
95 MAY 12 PM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PRISCILLA SERVICES, INC.

95 MAY 12 PM 11:40  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Priscilla Services, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of no par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the

Articles Of Incorporation Of Priscilla Services, Inc.

preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 1. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Priscilla Perez  
1564 Lawndale Circle  
Winter Park, FL 32792.

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:  
1564 Lawndale Circle  
Winter Park, FL 32792.

Articles Of Incorporation Of Priscilla Services, Inc.

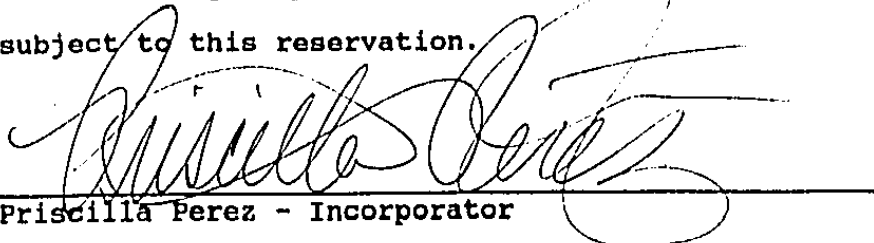
The name of the individual who shall serve as this corporation's initial registered agent at that address is: Priscilla Perez.

ARTICLE X. INCORPORATOR

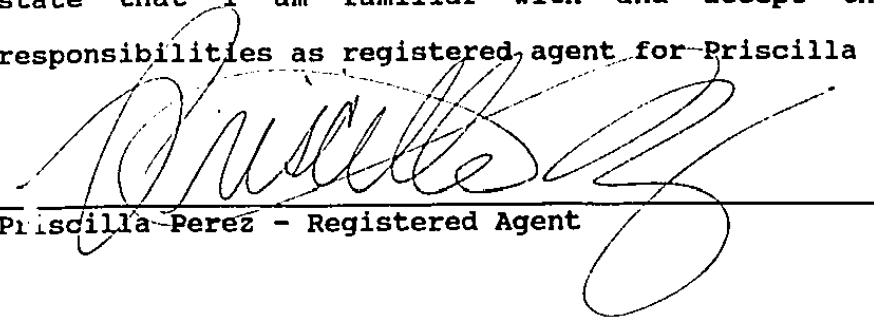
The name and address of the individual who shall serve as this corporation's incorporator are: Priscilla Perez, 1564 Lawndale Circle, Winter Park, FL 32792.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Priscilla Perez - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Priscilla Services, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Priscilla Services, Inc.

  
Priscilla Perez - Registered Agent

Articles Of Incorporation Of Priscilla Services, Inc.

State Of Florida

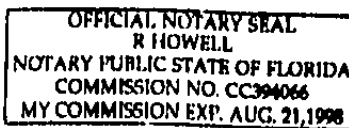
County Of Orange

On May 8, 1995, Priscilla Perez, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation Of Priscilla Services, Inc.



Notary Public

Commission Expiration Date:



(Seal)

Articles Of Incorporation Of Priscilla Services, Inc.