

P95000038517

LAW OFFICES

S. CRAIG WAKEFIELD

PROFESSIONAL ASSOCIATION

1400 West Oak Street, Suite A

Kissimmee, Florida 34741

S. CRAIG WAKEFIELD *

(407) 846-7113

* Also Admitted Nebraska & Iowa

MAILING ADDRESS

Post Office Box 421408

Kissimmee, Florida 34742-1408

TELECOPIER NUMBER

(407) 846-3585

April 28, 1995

The Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32301

700001470757
-05/02/95--01085--006
****122.50 ****122.50

Re: Glimpses, Inc.

Dear Sir/Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for the above referenced corporation. Please file the original, indicate the filing date on the enclosed copy of the Articles, and return the copy to me.

Also enclosed is check # 2256 in the amount of \$122.50 covering the fees and charges for filing the Articles of Incorporation.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Very truly yours,

S. Craig Wakefield
S. Craig Wakefield

SCW/jlh

Enclosures

MAY 5 1995 BSB

W95-

MAY 16 1995 BSB

502

FILED
MAY 16 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1995

S. CRAIG WAKEFIELD, ESQ.
P. O. BOX 421408
KISSIMMEE, FL 34742-1408

SUBJECT: GLIMPSES, INC.
Ref. Number: W95000009520

We have received your document for GLIMPSES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 095A00022014

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May 12, 1995

The Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32301

Re: Whirled Peas, Inc.

Dear Sir/Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for the above referenced corporation. This was originally sent to you under the name of Glimpses, Inc. Enclosed is a copy of your letter returning the document. Please file the original enclosed document, indicate the filing date on the enclosed copy of the Articles, and return the copy to me.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Very truly yours,

S. Craig Wakefield
S. Craig Wakefield

SCW/jlh

Enclosures

ARTICLES OF INCORPORATION

FILED

OF

95 MAY 16 AM 10:25

WHIRLED PEAS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be WHIRLED PEAS, INC., whose address is 3270 Boggy Creek Road, Kissimmee, Florida 34744.

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, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of Health Care Services and Contractor Estimating Services 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 7,500 common One Dollar and No/100 (\$1.00) par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation

Articles Of Incorporation Of WHIRLED PEAS, INC.

of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the 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 2. 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:

Billie Cox-Glimpse
3270 Boggy Creek Rd.
Kissimmee, FL 34744

and

Steven B. Glimpse
3270 Boggy Creek Rd.
Kissimmee, FL 34744.

ARTICLE VIII. OFFICERS

The officers shall consist of a president and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the

election of officers at the first annual Board of Director' meeting.

The names of the initial officers are:

<u>Office</u>	<u>Name</u>
President	Billie Cox-Glimpse
Treasurer	Steven B. Glimpse

ARTICLE IX. 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 X. 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: 1400 W. Oak Street Suite A, Kissimmee, FL 34741.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: S. Craig Wakefield, Esq.

ARTICLE XI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Billie Cox-Glimpse, 3270 Boggy Creek Road, Kissimmee, Florida 34744.

ARTICLE XII. 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.


Billie Cox-Glimpse - Incorporator

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


S. Craig Wakefield, Esq. - Registered Agent

State Of Florida

County Of Osceola

On May 12, 1995, S. Craig Wakefield, Esq., designated above as the individual who shall serve as the corporation's initial registered agent and Billie Cox-Glimpse, designated above as the individual who shall serve as the corporation's incorporator, who are personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation of WHIRLED PEAS, INC.

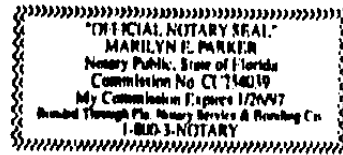
Articles Of Incorporation Of WHIRLED PEAS, INC.

Marilyn E. Parker

Notary Public

Marilyn E. Parker

(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)

glimpse.inc

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