



ACCOUNT NO. : 072100000032

REFERENCE : 600122 11743A

AUTHORIZATION :

Patricia Piquet

COST LIMIT : \$ 122.50

ORDER DATE : May 16, 1995

ORDER TIME : 3:47 PM

ORDER NO. : 600122

CUSTOMER NO: 11743A

500001491200

CUSTOMER: Steven M. Fishman, Esq.
STEVEN M. FISHMAN, ESQ.

Suite 4
2725 Park Drive
Clearwater, FL 34623

DOMESTIC FILING

NAME: BELISLE SYSTEMS, 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: Jodie Krebs

EXAMINER'S INITIALS:

RECEIVED
95 MAY 17 AM 9:14
FILED
95 MAY 17 AM 11:18
SECRETARY OF STATE
DIVISION OF CORPORATIONS & BUSINESSES
TALLAHASSEE, FLORIDA

T. BROWN MAY 17 1995

ARTICLES OF INCORPORATION
OF
BELISLE SYSTEMS, INC.

FILED
95 MAY 17 AM 11:18
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:

BELISLE SYSTEMS, INC.

The address of the principal office of this corporation shall be 3001 East Land Boulevard, #6B, Clearwater, Florida 34621 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 1000 shares of common stock having no 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 Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Carol J. Belisle
Dir./Pres.

49238 Lakeview Drive
Palm Harbor, Florida 34883

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on May 16, 1995.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, (Gail Shelby)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
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 SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

JWK/jwk

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

CSC networks
PRESTIGE RATES
LEGAL & FINANCIAL SERVICES

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 600122 11743A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizzuto

ORDER DATE : May 16, 1995

ORDER TIME : 1:51 PM

ORDER NO. : 600122

CUSTOMER NO: 11743A

100001518091

CUSTOMER: Steven M. Fishman, Esq.
Steven M. Fishman, Esq.
Suite 4
2725 Park Drive
Clearwater, FL 34623

CHANGE OF AGENT

NAME: BELISLE SYSTEMS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CONTACT PERSON: Angela Lane

FILED
95 JUN 14 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/14/95
[Handwritten signatures and stamps]

Chapter No. _____

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: Belisle Systems, Inc.

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

CORPORATION INFORMATION SERVICES, INC.
1201 H. Street
Tallahassee, Florida 32301

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

Carol J. Belisle

3001 Eastland Blvd 6B

Clearwater, Florida 34621

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.

Carol J. Belisle, President
(Typed or printed name and title)

Signature

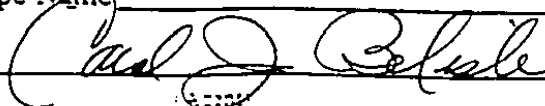

(President or Vice President)

Date May 22, 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 Carol J. Belisle

Signature



Date May 22, 1995