

REFERENCE: 603613 90699A

AUTHORIZATION :

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ORDER DATE: May 23, 1995

ORDER TIME : 11:07 AM

ORDER NO. : 603613

CUSTOMER NO: 90699A

CUSTOMER: Lawrence G. Walters, Esq

DORAN ANDERSON WALTERS ROST &

SELTER

P. O. Box 15110

Daytona Beach, FL 32115

DOMESTIC FILING

NAME: INNCON AMERICA, INC.

XXX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY

PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

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INNCON AMERICA, INC.



ARTICLE I. NAME

The name of this corporation shall be InnCon America, 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. 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 500 Common shares of stock at a par value of \$1.00 per share.

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 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 Hold 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 ONE

(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:

Scan B. McCabe 5221 E. Colonial Drive Orlando, FL 32807

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 shall be: 5221 E. Colonial Drive, Orlando, Florida 32807.

The name of the individual who shall serve as this corporation's initial registered agent at the following address is: Lawrence G. Walters, Esquire, 444 Seabreeze Blvd., Suite 800, Daytona Beach, Florida 32118.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Lawrence G. Walters, Esquire, 444 Seabreeze Blvd., Suite 800, Daytona Beach, Florida 32118.

ARTICLE XI. AMENDMENT

This emporation 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.

ARTICLES XII. MAILING ADDRESS

The mailing address of the Corporation is Post Office Box 15110, Daytona Beach, Florida 32115.

Lawrence G. Walters - Incorporator

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

Lawrence G. Walters - Registered Agent

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SECRETARISE PARATE

STATE OF FLORIDA COUNTY OF VOLUSIA

On Caraba (Caraba) (Caraba), Lawrence G. Walters, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of InnCon America, Inc.

Notary Public

SHARON L. WOODFIN
MY COMMISSION & CC 124284 EXPIRES
JULY 8, 1995
8040ED THRU TROY FAIN INSURANCE, INC.

1. · 医克里特斯特特斯特斯克斯克克克 PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM. FLORIDA DEPARTMENT OF STATE FILED APPLICATION Sandra B. Mortham FOR Secretary of State 96 DEC 31 PM 3: 36 ministrations corponations REINSTATEMENT SECRETARY OF STATE TALLAHASSEE, FLORIDA DOCUMENT # PASOCOOLICETLE 1 Corporation Name INNCON AMERICA, INC. Mailing Address Principal Place of Business (SMME) 527 N. SEMORAN BLYD. REINSTATEMENT 90 ORLANDO, FLORIDA 32807 If above addresses are incorrect in any way, line through incorrect information and enter correction below. DO NOT WHITE IN THIS SPACE Date Incorporated or Qualified To Do Husiness in Florida MAY 23, 1995 3 How Mailing Andress, If Applicable 2. Hew Principal Office Address, If Applicable Applied For Suito, Apt. #. ntc. 5. FEI Number Suite, Apt #, etc Not Applicable 59-3325786 City & State City & State CERTIFICATE OF STATUS DESIRED Country Country 700 7. Names and Street Addresses of Each Officer and/or Director. (Florida nonprofit corporations must list at least 3 directors) Sireet Address of Each City / State / Zip Name of Officers and/or Directors Officer and/or Director
(Do NOT Use Post Office Box Numbers) Trifo(s) ORLANDO, FLORIDA 32907 P/D/VP 5221 E. COLONIAL DRIVE SEAN F. MCCABE S/T 400002046014--01/03/97--01178--018 ****375.00 ****375.00 9. Name and Address of New Registered Agent 8. Name and Address of Current Registered Agent LAWRENCE G. WALTERS, ESQ. 444 SEABREEZE BOULEVARD Suite, Apt. #. Elc. SUITE 800 State | Zp Code FL 32118 DAYTONA BEACH arned comoration, am familiar with and accept the obligations of Section 607.0505, F.S. agent of the abo 10. 1, being appointed the registr Signature of Registered Agent HEGISTERED AGENT MUST SIGN 11. Does this corporation pay any intangible tax to the (See other side for information Dept. of Revenue under S. 199.032, Florida Statutes. No L on intangible (ax.) Yes L_ 12. I do hereby certify that the information supplied with this filling is voluntarily turnished and does not qualify for the exemption stated in Section 119.07(3)(k). Flanda Statutes, I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access, I
lease the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event to report that the information supplied is deemed exempt from public access, I
lease the Division of Corporation of the receiver for trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing
little remainder of the reason for dissolution has been eliminated, the corporation has been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made
under outh 12/29/96 49:620:3658

URE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

SIGNATURE: