

995000047225

KELLY & McKEE, P.A.

Attorneys at Law
1718 E. 7th Ave. - Suite 301
P.O. Box 75638
Tampa, Florida 33675-0638

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 14 AM 9:35

MARK F. KELLY
ROBERT F. McKEE
JANET E. WISE
M. LONGORIA ROBINSON

Phone
(813) 248-6400
Telecopier
(813) 248-4020

June 9, 1995

900001512939
-06/14/95--01052--014
****122.50 ****122.50

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ADVANTAGE AMERICA CORPORATION/ARTICLES OF INCORPORATION

Please find enclosed the original and one copy of the Articles of Incorporation for Advantage America Corporation, which includes the Consent of Registered Agent, together with a check for \$122.50, to cover the cost of filing.

Thank you for your assistance.

Sincerely,

Barbara D. Jarnagin
Barbara D. Jarnagin
Secretary

/bdj

Enclosure

6/19/95
TD

**ARTICLES OF INCORPORATION
OF
ADVANTAGE AMERICA CORPORATION**

ARTICLE I

The name of this corporation shall be **ADVANTAGE AMERICA CORPORATION**, and the principal place of business shall be 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes. The corporation shall also have all other powers provided in the statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 per share.

ARTICLE V

The initial registered agent for this corporation is Robert F. McKee, Esquire, and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

FILED
SECRETARY OF STATE
TAMPA, FLORIDA
JAN 14 1969

ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$500.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one (1). The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

Edward R. Schlangen
8440 Ulmerton Road, #520
Largo, FL 34641

He shall hold this office until the first annual meeting of stockholders.

ARTICLE IX

The name and street address of the initial officer of the corporation is as follows:

Edward R. Schlangen, President
8440 Ulmerton Road, #520
Largo, FL 34641

ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

(i) make and amend By-Laws of the corporation;

(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated therein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

Carol L. Anderson

500

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for Advantage America Corporation, at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.

Robert F. McKee

Robert F. McKee
Kelly & McKee, P.A.
1718 E. 7th Ave., Suite 301
P.O. Box 75638
Tampa, FL 33675-0638
(813) 248-6400

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by
Robert F. McKee, to me personally
known, on th's 9th day of June, 1995.

Barbara D. Jarnagin
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

