

P95000048158

June 12, 1995

Ms. Karen Gibson  
Division of Corporations  
Secretary Of State  
409 E. Gain St.  
Tallahassee, FL 32399

300001520883  
-06/22/95--01073--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ATTENTION: Division Of Corporations

SUBJECT: INCORPORATION & REGISTERED AGT.

Dear Ms. Gibson

FILED  
95 JUN 20 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed is a check in the amount of \$70.00 for the incorporation of Strategic Investment Advisors, Inc. at 1060 Windsong Lane Sarasota, FL 34242. In addition I have enclosed a \$70.00 check for the incorporation of Sandpiper Systems, Inc. at 1060 Windsong Lane Sarasota, FL 34242. In addition I have enclosed a \$35.00 check for the dissolution of Strategic Investment Advisors, Inc. incorporated 4/22/94.

Please send any communication to me at the above address as I will be both president and registered agent for Strategic Investment Advisors, Inc., and Sandpiper Systems, Inc. at the same address.

Thank you for all of your assistance and cooperation in this matter

Sincerely,

  
James E. Fitzgibbons

4495-12129  
502  
KRG  
6-21-95  
6-14

1060 Windsong Lane, Sarasota, FL 34242



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 14, 1995

JAMES E. FITZGIBBONS  
1060 WINDSONG LANE  
SARASOTA, FL 34242

SUBJECT: SANDPIPER SYSTEMS, INC.  
Ref. Number: W95000012119

We have received your document for SANDPIPER SYSTEMS, INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 295A00029164

**Articles Of Incorporation  
Sandpiper Systems International, Inc.**

**ARTICLE 1. - NAME**

The name of this corporation is **Sandpiper Systems International, Inc.**

**ARTICLE 2. - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE 3. - PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**ARTICLE 4. - POWERS**

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

**ARTICLE 5. - CAPITAL STOCK**

This corporation is authorized to issue 1,000,000 shares of voting common stock with a par value of None. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**ARTICLE 6. - PREEMPTIVE RIGHTS**

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time over and above the issue of the first 50 shares of the common stock of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares held in the treasury of the corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all shareholders at such time.

**FILED  
95 JUN 20 AM 8:09  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA**

#### **ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and mailing address of this corporation is 1060 Windsong Lane, Sarasota, Florida 34242, and the name of the initial registered agent of this corporation at that address is James E. Fitzgibbons.

#### **ARTICLE 8. - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

James E. Fitzgibbons  
1060 Windsong Lane  
Sarasota, Florida 34242

#### **ARTICLE 9. - INCORPORATORS**

James E. Fitzgibbons  
1060 Windsong Lane  
Sarasota, Florida 34242

#### **ARTICLE 10. - CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

#### **ARTICLE 11. - SUBSCRIBERS**

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
James E. Fitzgibbons	1060 Windsong Lane Sarasota, Fl 34242	50	\$100.00

#### **ARTICLE 12. - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation on this the  
12th day of June, 1995.

State of Florida  
County of Sarasota

James E. Fitzgibbons  
James E. Fitzgibbons

Personally Known

Before me, a Notary Public, appeared James E. Fitzgibbons, known to be the person  
described as the incorporators, who executed the foregoing Articles of Incorporation and said  
persons did acknowledge subscribing to the same.

Witness my hand and official seal this 13 day of JUNE, 1995

Fredrick B. Jaicks

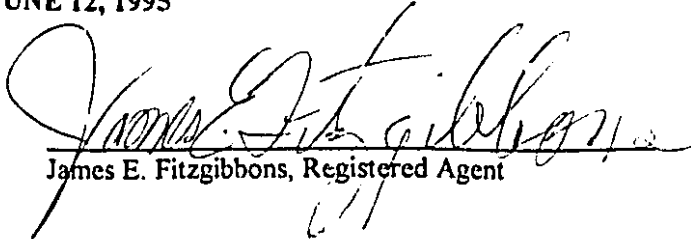
My Commission Expires:



**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT FOR  
SANDPIPER SYSTEMS INTERNATIONAL, INC.**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: JUNE 12, 1995

  
James E. Fitzgibbons, Registered Agent

FILED  
95 JUN 20 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA