

P95000051038

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Re: Incorporation Documents

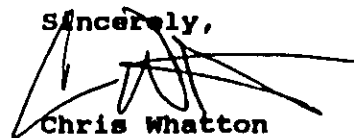
Ladies/Gentlemen:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of appointment for Apex Harbour, Incorporated.

Please forward all appropriate documents showing your filing date.

A check in the amount of \$70.00 for filing fees is enclosed.

Sincerely,



Chris Whatton

FILED
95 JUN 29 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-12553

6/30

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2.00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 20, 1995

CHRIS WATTON, APEX HARBOUR

1705 WINTER GTEEN BLVD.
WINTER PARK, FL 32792

SUBJECT: APEX HARBOUR, INC
Ref. Number: W95000012553

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for APEX HARBOUR, INC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6922.

Bobbie Eldridge
Senior Corporate Section Administrator

Letter Number: 095A00030223

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Authorized Shares of Stock: All or any portion of the stock of this corporation may be issued for cash, property, services actually performed, or any right or thing having value at least equal to the full value of the stock to be so issued. Neither promissory notes nor future services shall constitute partial or full payment for the issuance of such shares. All stockholders shall be the sole judges of the value of the property, right, or thing exchanged for such shares, and their judgment of such value shall be conclusive. The stockholders shall have the right to increase the amount of authorized shares, either with or without nominal or par value and to provide the designation, preference, voting power of, and other restrictions on the same.

Article II

Corporate Powers and Purposes: This corporation shall have all the powers conferred upon general corporations by the laws of the State of Florida as amended from time to time, and may engage in any business or activity permitted by law.

Article III

Corporate Existence and Commencement: This corporation shall have the perpetual existence and shall commence its existence on the date these Articles are executed and acknowledged if the same are filed with the Secretary of the State of Florida within five (5) days of said execution. If said Articles are not filed with the Secretary of the State of Florida within said five (5) days, the corporation shall commence its existence on the date these Articles are filed with said Secretary of State.

Article IV

Stated Capital: The stated capital of this corporation shall be the sum of the par value of all shares of the corporation having a par value that have been issued and not canceled; the amount of the consideration received by the corporation for all shares of this corporation without par value that have been issued, except such part of the consideration thereof that has been allocated to capital surplus in a manner permitted by law; and such amounts not included immediately above that had not been transferred to stated capital of this corporation, whether upon the issue of shares as a share dividend or otherwise, minus all deductions from such sums that have been effected in a manner permitted by law.

Article V

Amendments to Articles: Every amendment to these Articles shall be approved by the stockholders by a majority of the shares entitled to vote thereon at a meeting called for such purposes.

Article VI

Stockholders Acting in Lieu of Directors:

A. The business of this corporation shall be conducted by the stockholders of the corporation acting as, and in lieu of, directors of the corporation. The stockholders shall

be deemed directors of this corporation when their purchase of stock has been recorded in the stock ledger of this corporation and shall collectively constitute the Board of Directors. Any action required by law to be performed by directors shall be taken by the stockholders acting as directors.

B. The initial Directors shall hold the organizational meeting of this corporation or otherwise ratify the actions of the Incorporator who may have conducted said meeting.

C. Any action of the stockholders may be taken without a formal meeting if consent, in writing, setting forth the action taken is signed by all the stockholders entitled to vote as if a meeting had been held. Said consent shall have the effect of a unanimous vote of the stockholders.

D. The stockholders may, in any agreement among themselves, limit the transferring, assigning, pledging, devising, and bequeathing of the stock of this corporation and all other matters permitted by the laws of the State of Florida.

E. The stockholders shall have the right to issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the stockholders may deem proper.

F. The stockholders of this corporation may approve the reasonable charges and expenses of incorporating this corporation, including attorney's fees and costs, and the reasonable expenses and compensation for the sale or underwriting of the shares of this corporation. The same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid and non-assessable status of such shares.

Article VII

Officers: In addition to the stockholders, the business of this corporation shall be conducted by such officers as may be set forth in the by-laws of this corporation.

The undersigned executes these Articles of Incorporation for the purpose of establishing a corporation under the laws of the State of Florida for the following corporation:

Corporate Data

- A. Name and address of subject corporation:

Apex Harbour, Incorporated
1705 Winter Green Blvd
Winter Park, FL 32792

- B. Authorized shares (maximum number and par value per share):

One thousand (1000) shares at one dollar (\$1.00) per share

- C. Incorporator/Initial Director/Registered Agent and registered address:

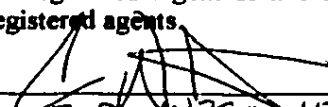
Christopher M Whatton
1705 Winter Green Blvd
Winter Park, FL 32792

- D. Names and addresses of additional Directors:

Anthony Abrams
613 Fenton Place Apt H
Altamonte Springs, FL 32701

- E. The Articles of Incorporation for this corporation are set forth on the previous pages of this document and are incorporated herein by reference.

IN WITNESS WHEREOF, I execute these Articles of Incorporation, accept designation as Registered Agent of this corporation, and agree to comply with all laws relating to registered agents.


_____, Incorporator/Initial Director/Registered Agent
FLDL W350 113-71405-0
STATE OF FLORIDA, COUNTY OF Seminole

ACKNOWLEDGMENT

BEFORE the undersigned authority personally appeared the Incorporator/Initial Director/Registered Agent, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and said person acknowledged executing the same for the purposes set forth therein.

Diane B. Patrick

Date: 6-14-95



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95 JUN 29 AM 8:23
TALLAHASSEE, FLORIDA
CLERK OF THE COURT