

P95000051216

Amy P. Thomas  
427 Whooping Loop #1825  
Altamonte Springs, FL 32701

June 23, 1995

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

700001526137  
-06/28/95--01081--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir,

Enclosed please find the following for filing and registration of SLA Holding, Inc:

Copy of Charter

\$70.00 Filing Fee - Check Number 1221

Thank you in advance for your prompt reply.

Sincerely,

*Amy P. Thomas*  
Amy P. Thomas

Enclosures

FILED  
55 JUN 28 PM 1:33  
TALLAHASSEE, FLORIDA

DBX 6-30-95

**ARTICLES OF INCORPORATION  
OF  
SLA HOLDING, INC.**

**FILED**  
95 JUN 28 PM 1:33  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE OF I - Name**

The name of this Corporation shall be:

SLA HOLDING, INC.

**ARTICLE II - Principal Office**

The address of the principal office and the mailing address of the Corporation is 427 Whooping Loop, Suite 1825, Altamonte Springs, Florida 32701.

**ARTICLE III - Business and Activities**

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

**ARTICLE IV - Capital Stock**

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 50,000 shares of common stock having a par value of \$.01 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

**ARTICLE V - Term of Existence**

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE VI - Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is 427 Whooping Loop, Suite 1825, Altamonte Springs, Florida 32701 and the name of the initial registered agent of this Corporation at that address is Amy P. Thomas.

## ARTICLE VII - Directors

- A. The initial number of Directors of this Corporation shall be two.
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. The names and street addresses of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified, are:

Name	Street Address
Lawrence D. Thomas	400 Golf Brook Circle, Apartment 200 Longwood, Florida 32779
Amy P. Thomas	400 Golf Brook Circle, Apartment 200 Longwood, Florida 32779

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation, or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

## ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

Name	Street Address
Amy P. Thomas	400 Golf Brook Circle, Apartment 200 Longwood, Florida 32779

## ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

FILED

ARTICLE X - Amendment to Articles

95 JUN 28 PM 1:33

These Articles of Incorporation may be amended in the manner provided by law.

FILED  
JUN 28 1995  
TALLAHASSEE, FLORIDA

ARTICLE XI - Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XII - Preemptive Rights.

Every Shareholder, upon the sale of any additional stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of March, 1995.

Amy P. Thomas  
Amy P. Thomas

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of SLA Holding, Inc.

Amy P. Thomas  
Amy P. Thomas

STATE OF FLORIDA

COUNTY OF SEMINOLE

Sworn and subscribed before me this 7th day of March, 1995.

Carol A. Sullivan  
Notary Public

My commission expires:  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE;  
MY COMMISSION EXPIRES JUNE 28, 1998  
BONDED THROUGH ASHTON AGENCY INC.