



1201 HAYS STREET
HAYSETT, FL 32001
800-342-8006
P9500053396

ACCOUNT NO. : 0000000032

REFERENCE : 634148 148589A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

ORDER DATE : July 7, 1995

ORDER TIME : 2:44 PM

ORDER NO. : 634148

000001582960

CUSTOMER NO: 148589A

CUSTOMER: Victor A. Diaz, Esq
HOLIHAN & DIAZ, P.A.

Suite 105
1101 North Lake Destiny Road
Maitland, FL 32751

EFFECTIVE DATE
JUL - 5 1995

DOMESTIC FILING

Newbridge

NAME: ~~NUITE~~, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN

JUL 12 1995

FILED
95 JUL 10 AM 7:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W95-13801~~



FLORIDA DEPARTMENT OF STATE

July 10, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: NULIFE, INC.
Ref. Number: W95000013801

We have received your document for NULIFE, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is 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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 995A00033069

EFFECTIVE DATE

JUL - 5 1995

ARTICLES OF INCORPORATION
OF
NEWBRIDGE CORP.

FILED
95 JUL 10 AM 7:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: NEWBRIDGE CORP., 1500 Herndon Avenue, Deltona, Florida 32725.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way; and
- b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 1500 Herndon Avenue, Deltona, Florida 32725 and the name of its initial Registered Agent at that address is Oscar Ignacio.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be

increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Oscar Ignacio	1500 Herndon Avenue Deltona, Florida 32725
Elsa V. Acevedo	1500 Herndon Avenue Deltona, Florida 32725

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Oscar Ignacio
1500 Herndon Avenue
Deltona, Florida 32725

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 10. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 11. Commencement of Corporate Existence. In accordance with Fla. Stat. § 607.0203, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 5th day of July, 1995.



Oscar Ignacio, Incorporator

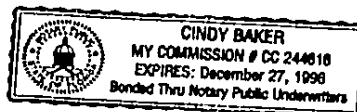
STATE OF FLORIDA)

ss.

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 5th day of July, 1995, by Oscar Ignacio (Florida Drivers License No. 1252-640-36-145-0), a corporation, on behalf of the corporation.


Notary Public
My Commission expires: 12/27/96

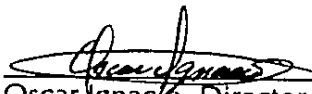


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95 JUL 10 AM 7:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
UPON WHOM PROCESS MAY BE SERVED,
AND ACCEPTANCE BY REGISTERED AGENT**

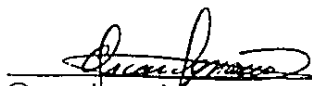
In compliance with Section 48.091, Florida Statutes, the following is submitted:

NEWBRIDGE CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1500 Herndon Avenue, Deltona, Florida 32725, has named Oscar Ignacio, located at 1500 Herndon Avenue, Deltona, Florida 32725, as its agent to accept service of process within Florida.


Oscar Ignacio, Director

7/5/95
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Oscar Ignacio

7/5/95
Date