

P96000000426

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(407) 633-9353



December 7, 1995

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

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-12/12/95--01061--012
***127.50 ***127.50

EFFECTIVE DATE

1-1-96

Re: P O S Abilities, Inc.

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$127.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	57.50
Reg. Agent Fee	35.00
	<u>\$127.50</u>

Please file the original of the enclosed Articles of Incorporation and return a Certified Copy to the undersigned.

Yours very truly,

Connie L. Embury
Connie L. Embury

FILED
96 JAN -2 11 023
SECRETARY OF STATE
TALLAHASSEE FLORIDA

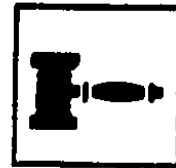
STANON L. TALA

JAN - 4 1996

695-24383

DOCUMENT TYPING SERVICE

2715 N. Coena Boulevard (U.S. 1)
Coena, Florida 32922
(407) 633-9353



December 26, 1995

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

Dear Sir/Madam,

Enclosed is paperwork that has been redone with another choice of name. Please record the original and return the certified copy to me.

Sincerely,

Connie L. Embury
Connie L. Embury

FILED
96 JAN -2 11 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 14, 1995

CONNIE L. EMBURY
DOCUMENT TYPING SERVICE
2715 N. COCOA BLVD.(U.S. 1)
COCOA, FL 32922

SUBJECT: P O S ABILITIES, INC.
Ref. Number: W95000024383

We have received your document for P O S ABILITIES, INC. and your check(s) totaling \$127.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 495A00054113

**ARTICLES OF INCORPORATION
OF
Proof POSitive, Inc.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be **Proof POSitive, Inc.**

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: COMMENCEMENT: Business shall commence January 1, 1996.

ARTICLE FOUR: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. **Proof POSitive, Inc.** also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell, and lease equipment; and hold patents. **Proof POSitive, Inc.** may do writing of all types, including printing, publishing, distributing, buying, and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE FIVE: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares, all of which shall be common shares with a par value of no par value.

ARTICLE SIX: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 4749 S. Washington Avenue, Slip D-10, Titusville, Florida 32780 and the name of the Registered Agent is TERESA L. LAMPE.

ARTICLE SEVEN: DIRECTORS: The Board of Directors of the corporation shall consist of no less than ONE and no more than FOUR members. The names and addresses of the initial Board of Directors are:

JOHN LAMPE ss#510-44-8252
4749 S. Washington Avenue, Slip D-10
Titusville, Florida 32780

TERESA L. LAMPE
4749 S. Washington Avenue, Slip D-10
Titusville, Florida 32780

ARTICLE EIGHT: INCORPORATORS: The incorporators of the corporation and the subscribers to these Articles of Incorporation are:

FILED
JUN-2 1996
STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF BREVARD

JOHN LAMPE ss#510-44-8252
4749 S. Washington Avenue, Slip D-10
Titusville, Florida 32780

TERESA L. LAMPE
4749 S. Washington Avenue, Slip D-10
Titusville, Florida 32780

ARTICLE NINE: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE TEN: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence as of January 1, 1996.

ARTICLE ELEVEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 4749 S. Washington Avenue, Slip D-10, Titusville, Florida 32780 and the mailing address is: THE SAME AS ABOVE.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

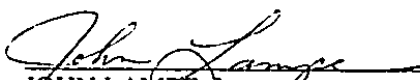
Proof POSitive, Inc., a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designates TERESA L. LAMPE, whose address is 4749 S. Washington Avenue, Slip D-10, Titusville, Florida 32780, as its Registered Agent and Registered Office for the service of process as required by law.

I, TERESA L. LAMPE of 4749 S. Washington Avenue, Slip D-10, Titusville, Florida 32780, having been named in the foregoing Designation of Registered Agent by **Proof POSitive, Inc.**, a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.


TERESA L. LAMPE (Registered Agent)

DATED this 26 day of December, 1995.

IN WITNESS WHEREOF, we have subscribed our names this 26 day of December, 1995.


JOHN LAMPE Incorporator


TERESA L. LAMPE Incorporator