

P96000001922

NEEDLE & GALLAGHER, P.A.

1400 BROWNE AVENUE

MIAMI, FLORIDA 33131

MIAMI, FLORIDA 33131

TELEPHONE (305) 530-0000

TELEFAX (305) 530-0900

ANDREW NEEDLE
JAMES J. GALLAGHER
A FRANCISCO ARELLANO
ISRAEL REYES

December 27, 1995

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

800001676849
-01/03/96--01063--011
****131.25 ****131.25

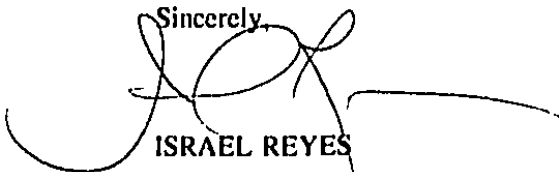
Re: **Proposed Florida Corporation
Stephens and Wunderly Investigations, Inc.**

Dear Sir or Madam:

This firm has been retained to represent the proposed Florida corporation tentatively named Stephens and Wunderly Investigations, Inc. Enclosed are the original and one copy of the articles of incorporation for the above named proposed Florida corporation. Also enclosed is a draft in the amount of \$131.25, representing the amount needed for filing fees, a certified copy of the articles of incorporation, and a Certificate of Standing/Status.

Thank you for your assistance in this matter. If you have any questions please feel free to contact me at (305) 530-0000.

Sincerely,



ISRAEL REYES

IR:dk

Enclosures

FILED
DEC 29 11:25
DIVISION OF STATE
TALLAHASSEE, FLORIDA

1/3/96
TB

**ARTICLES OF INCORPORATION
OF STEPHENS AND WUNDERLY
INVESTIGATIONS, INC.**

FILED
56 JAN - 2 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME.**

The name of this Corporation is Stephens and Wunderly Investigations, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is 11621 S.W. 106 Terrace, Miami, FL 33176.

**ARTICLE III
DURATION**

This Corporation shall have perpetual existence.

**ARTICLE IV
PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue 100,000 shares of common stock, which shall be designated "Common Shares."

**ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE.**

The name and address of the initial registered agent are Douglas Stephens of 11621 S.W. 106 Terrace, Miami, Florida 33176.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Douglas Stephens	11621 S.W. 106 Terrace Miami, FL 33176
Clint Wunderly	8484 S.W. 42 Court Davie, FL 33328

**ARTICLE VIII
BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended, or repealed by either the Shareholders or Directors.

**ARTICLE IX
INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE X
INCORPORATORS**

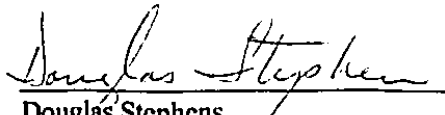
The names and street addresses of the incorporators of these Articles of Incorporation are Douglas Stephens of 11621 S.W. 106 Terrace, Miami, FL 33176 and Clint Wunderly of 8484 S.W. 42 Court, Davie, FL 33328.

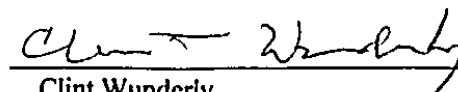
**ARTICLE XI
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this

27 day of December, 1995.


Douglas Stephens
Incorporator


Clint Wunderly
Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 27 DAY OF December, 1995.

By: Douglas Stephens
Douglas Stephens
Registered Agent

RECEIVED
OFFICE OF THE
CLERK OF THE
SUPREME COURT
STATE OF FLORIDA
PM 12:56

P96000001922

FILED
97 MAR 28 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requestor's Name

**Needle
Gallagher
Areces, P.A.**
Total Lawyers

1401 Brickell Avenue, Suite 900
Miami, Florida 33131

Office Use Only

CORPORATION NUMBER

(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

900002095449--2
-02724797--01060--002
*****35.00 *****35.00

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

VOL DIS
DEC 4/1
547
1/28

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1997

NEEDLE GALLAGHER & ARECES P.A.
1401 BRICKELL AVENUE
SUITE 900
MIAMI, FL 33131

SUBJECT: STEPHENS AND WUNDERLY INVESTIGATIONS, INC.
Ref. Number: P96000001922

We have received your document for **STEPHENS AND WUNDERLY INVESTIGATIONS, INC.** and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 897A00009757

RECEIVED
97 MAR 31 PM 3:43
DIVISION OF CORPORATIONS

ARTICLES OF DISSOLUTION

FILED

97 MAR 28 AM 9:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

- FIRST: The name of the corporation is Stephens and Wunderly Investigations, Inc.
- SECOND: The articles of incorporation were filed on January 2, 1996.
- THIRD: None of the corporation's shares have been issued.
- FOURTH: No debt of the corporation remains unpaid.
- FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
- SIXTH: Adoption of Dissolution
A majority of the incorporators authorized the dissolution.
A majority of the directors authorized the dissolution.

Signed this 26 day of March, 1997.

Signature: Douglas P. Stephens
Vice President/Director

Douglas P. Stephens
Vice-President