

Leffler & Associates, P.A.
Attorneys and Counselors at Law

Atrium II Building
301 West State Road 434, Suite 317
Winter Springs, Florida 32708

Telephone (407) 327-7276
Facsimile (407) 327-7374

Kenneth M. Leffler

P96000003697

January 3, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-01/09/96--01004--017
****122.50 ****122.50

Re: Articles of Incorporation - F/S NEWTON ENTERPRISES, INC.

Dear Sirs:

Please find enclosed the original and one (1) copy of the Articles of Incorporation, along with the Certificate of Registered Agent, for the above-referenced 1996 Florida corporation.

Please also find enclosed a check in the amount of \$122.50 for the filing of said Articles.

Thank you for your cooperation regarding this matter.

Very truly yours,

Michael D. Jones

MDJ/mb

enclosures

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1996
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**ARTICLES OF INCORPORATION
OF
F/S NEWTON ENTERPRISES, INC.**

ARTICLE I. NAME.

The name of the Corporation is F/S NEWTON ENTERPRISES, INC.

ARTICLE II. DURATION.

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE.

This Corporation is organized to transact and carry on any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V. MANAGEMENT.

A. Pursuant to the provisions of Section 607.111, Florida Statutes, as the same exists upon the adoption of these Articles of Incorporation, the business of this Corporation may be managed by the shareholders of the Corporation, rather than by a Board of Directors.

B. Should the shareholders of the Corporation so elect, they may by resolution and bylaw establish a Board of Directors to manage the business of this Corporation. In such event, the shareholders shall prescribe the duties, functions and methods of operation of such Board of Directors with particularity and in appropriate bylaws.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address and mailing address of the initial registered agent of this Corporation is 10626 East Colonial Drive, Orlando, Orange County, Florida 32817. The principal street address and mailing address of the Corporation is 10626 East Colonial Drive, Orlando, Orange County, Florida 32817. The name and address of the Initial President of this Corporation is Fred Newton, 10626 East Colonial Drive, Orlando, Orange County, Florida 32817. The name and address of the initial Secretary/Treasurer of this Corporation is Sandra D. Newton, 10626 East Colonial Drive, Orlando, Orange County, Florida 32817. The name and address of the Initial registered agent of this Corporation is Fred Newton, 10626 East Colonial Drive, Orlando, Orange County, Florida 32817.

ARTICLE VII. INCORPORATOR.

The names and addresses of the persons signing these Articles of Incorporation are: Fred Newton, 10626 East Colonial Drive, Orlando, Orange County, Florida 32817 and Sandra D. Newton, 10626 East Colonial Drive, Orlando, Orange County, Florida 32817.

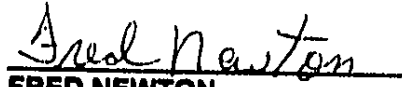
ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this 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 same price per share at which shares are offered to others.

ARTICLE IX. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders representing a majority of the outstanding shares of the Corporation entitled to vote thereon.

3rd IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this day of January, 1998.


FRED NEWTON
PRESIDENT

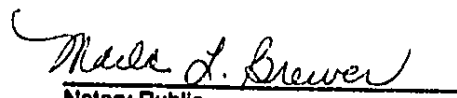
STATE OF FLORIDA
COUNTY OF SEMINOLE


I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **FRED NEWTON**, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily and for the purposes therein expressed. **FRED NEWTON** presented known personally as identification.

3rd WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida this day of January, 1998.



OFFICIAL SEAL
MARLA L. BREWER
My Commission Expires
March 30, 1998
Comm. No. 66183578


Notary Public


SANDRA D. NEWTON
SECRETARY/TREASURER

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **SANDRA D. NEWTON**, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same freely and voluntarily and for the purposes therein expressed. **SANDRA**

D. NEWTON presented Karen Pearson as identification.

3rd WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida this day of January, 1996.

Marla L. Brewer
Notary Public



OFFICIAL SEAL
MARLA L. BREWER
My Commission Expires
March 30, 1996
Comm. No. CC 18387Q

**CERTIFICATE OF REGISTERED AGENT
FOR
F/S NEWTON ENTERPRISES, INC.**

DESIGNATION

I, FRED NEWTON, as the Incorporator named in the Articles of Incorporation of F/S NEWTON ENTERPRISES, INC., a corporation for profit, hereby designate FRED NEWTON as Registered Agent for the service of process within the State of Florida for F/S NEWTON ENTERPRISES, INC. Registered Agent does business and is located at 10626 East Colonial Drive, Orlando, Orange County, Florida. This designation is made in conformity with Florida Statutes Sections 48.091 and 607.1501 - .1505.


FRED NEWTON

ACCEPTANCE

I, FRED NEWTON, doing business at the street address of 10626 East Colonial Drive, Orlando, Orange County, Florida 32817, do hereby consent to my appointment as Registered Agent for the service of process upon F/S NEWTON ENTERPRISES, INC., a Florida corporation. I am familiar with and accept the obligations provided for in Florida Statutes Sections 48.091 and 607.1501 - .1505.


FRED NEWTON