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**FULLER & ASSOCIATES**  
ATTORNEYS AT LAW

BARRY J. FULLER\*  
SUDAN TUOHEY WHITE\*\*  
JAMES D. ACOSTA, OF COUNSEL  
CERTIFIED CIVIL TRIAL ATTORNEY  
JOHN F. TOLSON, JR., OF COUNSEL

THE OFFICE PAVILION  
2301 PARK AVENUE, SUITE 404  
ORANGE PARK, FLORIDA 32073  
TELEPHONE: (904) 264-0685  
TELEFAX: (904) 264-1714

- \* Member Florida and California Bars
- \*\* Member Florida, New York and New Jersey Bars

February 1, 1996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600001707506  
-02/06/96--01056--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: **ARTICLES OF INCORPORATION**  
**ORBIS, INC.**

-----\*\*\*\*\*70.00  
-02/06/96--01056--002  
FOR DEPOSIT ONLY  
DEPT OF STATE 4500453

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation as referenced above together with my check for the \$70.00 filing fee.

Sincerely yours,

  
Barry J. Fuller

**FILED**  
96 FEB -5 PM 4: 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BJF:srs  
Encl.

FEB 8 1996 BSR

**FILED**

**ARTICLES OF INCORPORATION** 96 FEB -5 PM 4: 22

**OF**  
**ORBIS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
30

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST  
NAME**

The name of the corporation is: **ORBIS, INC.**

**SECOND  
DURATION**

The period of duration of the corporation is perpetual.

**THIRD  
PURPOSE**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**FOURTH  
SHARES**

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of common stock.

**FIFTH  
REGISTERED AGENT**

The initial street address in Florida of the initial registered office of the corporation is 644 Frederic Drive North, Green Cove Springs, Florida 32043, and the name of the initial registered agent at such address is Barry J. Fuller.

The principal place of business of this corporation is 644 Frederic Drive North, Green Cove Springs, Florida 32043

**SIXTH  
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**SEVENTH  
INITIAL INCORPORATOR**

The name and address of the initial incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Barry J. Fuller	644 Frederic Drive North Green Cove Springs, FL 32043

**EIGHTH  
CUMULATIVE VOTING**


The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or as Vice President of said corporation not less than 24 hours prior to the time set for the holding of a

shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

**NINTH  
AMENDMENTS TO ARTICLES**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders meeting, with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 1st day of February, 1996.

  
\_\_\_\_\_  
Barry J. Fuller

**STATE OF FLORIDA  
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared Barry J. Fuller, to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 1st day of February, 1996 in the County and State aforesaid.

\_\_\_\_\_  
**NOTARY PUBLIC**  
My Commission Expires:

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**


96 FEB -5 PM 4:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ORBIS, INC. Name and address of the registered agent and office is:

Barry J. Fuller  
644 Frederic Drive North  
Green Cove Springs, Florida 32043

  
\_\_\_\_\_  
Barry J. Fuller  
Incorporator  
February 1, 1996

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

  
\_\_\_\_\_  
Barry J. Fuller  
February 1, 1996