# P96000074657

GUITO & ASSOCIATES, P.A. AFIORNIAS AT LAW			
220 R. Madison Street Suite 310 Tompa, Florida 33602			
		Office (	Jse Only
CORPORATION	NAME(S) & DOCUMEN	T NUMBER(S), (if known)	•
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Other	Merger		Fig. 3
OTHER FILINGS Annual Report	REGISTRATION QUALIFICATION	//	FILED BEFEB 12 AH 9: 49 SECRETARISE FLORIDA ALLAHASSEE FLORIDA
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
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Examiner's Initials Omc 2-16-96

# ARTICLES OF INCORPORATION

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# LAW & ORDER INTERMET SERVICES, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby form a Corporation for profit under the laws of the State of Florida.

## ARTICLE I

#### Namo

The name of the Corporation is:

LAW & ORDER INTERNET SERVICES, INC.

#### ARTICLE II

#### Duration and Corporate Existence

The term of existence of the Corporation is perpetual, and the corporate existence is deemed to have commenced on the date of filing of these Articles.

#### ARTICLE III

#### <u>Purpose</u>

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

#### ARTICLE IV

#### Capital Stock

The aggregate number of shares which the Corporation has authority to issue is Ten Thousand Shares (10,000) shares, all of which shall be common shares with a par value of One Cent per share, or (0.01) Dollar (\$0.01) per share.

#### ARTICLE V

### Proemptive Rights

Granted each share holder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE VI

#### Registered Office and Agent

The street address of the initial registered office of the Corporation is: 3321 W. Sevilla Circle, Tampa, Florida 33629 and the name of the initial registered agent at such address is: Ralph M. Guito, III

#### ARTICLE VII

#### Section 1244 Stock

The Corporation and the parties hereto shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code of 1954 as amended, and the Regulation issued thereunder.

#### ARTICLE VIII

#### Board of Directors

The Board of Directors of the Corporation shall consist of

(2) members. The names and addresses of the Board of Directors

are:

Ralph M. Guito, III, 3321 W. Sovilla Circle, Tampa, FL 33629 Kevin Fitzgerald, P.O. Box 237, Ozona, FL 34660

#### ARTICLE IX

# Initial Stockholdern and Officers

The names of the Officers of this Corporation are as follows:

Ralph M. Guito, III, President, Secretary; Kevin Fitzgerald, Vice
President, Treasurer

#### ARTICLE X

#### Amendment of Articles

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XI

#### Special Provisions

No stockholder shall be permitted to sell their stock in this Corporation without first offering the sale to the Corporation, the stock may then be offered for sale to the other stockholders. Upon the death of a stockholder, an immediate accounting and appraisal shall be made of the business and assets of the Corporation to determine the reasonable value of the stock. The stock shall be first offered for purchase by the Corporation and if the

Corporation refuses to purchase, then to the other stockholders, on a prorata basis. No one shall have authority to buy in the Corporation without a meeting of the stockholders entitled to vote thoroon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention to bind the Corporation. No action shall be taken by the officers of the Corporation or Board of Directors, without it having been first approved, in writing, by the stockholders at a stockholder's meeting by a majority of the entitled to vote thereon.

#### ARTICLE XII

#### Amendment of By-Laws

The By-laws of this Corporation may be amended, changed, repealed or enlarged by the Board of Directors by a majority vote of the directors present at any regular meeting of said Board of Directors shall have full power to specify the conditions upon which stock certificates shall be issued, and to replace lost or destroyed certificates by a new issue.

#### ARTICLE XIII

#### Incorporators

The names and addresses of the Incorporators are: Ralph M. Guito, III, 3321 W. Sevilla Circle, Tampa, FL 33629 Kevin Fitzgerald, P.O. Box 237, Ozona, FL 34660

Ralph

Incorporator

#### STATE OF FLORIDA:

#### COUNTY OF HILLSBOROUGH:

ON THIS DAY, before me, the undersigned authority, personally appeared Ralph M. Guito, III, known to me to be the person described as subscriber in and whom executed the aforegoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation for the purposes therein set forth, and that the statements therein are true and correct to the best of his/her knowledge, information and belief.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State above named this day of \_\_\_\_\_\_, 19/6.

Ralph M. Guito, III, Incorporator

NOTARY PUBLIC, State of Florida at Large:

MY COMMISSION EXPIRES:

MY COMMISSION - DO35NU

FORCE TO THE TOTAL

MY COMMASSION # CC363674 EXPIRES
FEBRUARY 28, 1996
SCHOOLD THRU TROY FAM INGURANCE, INC.

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICE. ED FOR THE SERVICE OF PROCESS WITHIN THIS STATE HAMING AGENT UPON WHOM PROCESS MAY BE SERVED ES 12 AM 9:49

In pursuance of Chapter 48-091, Florida Statute English following is submitted in compliance with said Act:

# LAW & ORDER INTERNET SERVICES, INC.

Articles of Incorporation at 3321 W. Sevilla Circle, Tampa, Florida has named Ralph M. Guito, III, as its agent to accept service of process within this State.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

Resident Agent

STATE OF FLORIDA: COUNTY OF HILLSBOROUGH:

ON THIS DAY, before me, the undersigned authority, personally appeared Ralph M. Guito, III, whom, after having been first duly cautioned and sworn, deposes and says that he/she has read the above stated certificate and that he/she signed it for the purposes therein expressed.

FURTHER AFFIANT SAYETH NAUGHT.

Affiant

SWORN TO AND SUBSCRIBED before me this The day of

NOTARY PUBLIC, State of Florida at Large:

KAREN A. GUITO
MY COMMISSION # CC333574 EXPIRES
February 26, 1998
BONDED THRU THOY FAR HISURANCE, INC.