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TALLAHASSEE, FL 32301  
904-222-0071  
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P96000029545

ACCOUNT NO. : 072100000032

REFERENCE : 905297 124006A

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia P. Pyle*

ORDER DATE : April 2, 1996

ORDER TIME : 4:42 PM

ORDER NO. : 905297

CUSTOMER NO: 124006A

CUSTOMER: Ms. Toni Strange  
PROFESSIONAL SERVICES

1945 Avocado Drive

Daytona Beach, FL 32124

SEARCHED INDEXED

FILED  
96 APR -3 PM 2:14  
TALLAHASSEE, FLORIDA  
SEC. OF STATE

DOMESTIC FILING

NAME: VTM ASSOCIATES, INC.

EFFECTIVE DATE: \_

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*Dmc 4/4/96*

RECEIVED  
96 APR -3 AM 9:30  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
VTM ASSOCIATES, INC.

FILED

96 APR -3 PM 2:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be VTM ASSOCIATES, INC.

The address of the principal office of this corporation shall be 738 W. Canal Street, New Smyrna Beach, Florida, and the mailing address shall be the same.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 738 W. Canal Street, New Smyrna Beach, Florida 32168. The name of the registered agent of the corporation at such address is Dennis R. Texter.

ARTICLE V

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence shall be the time these Articles of Incorporation are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, or, if not so filed within five (5) days, the date and time of such filing with the Department of State.

## **ARTICLE VI**

### **PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

## **ARTICLE VII**

### **SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

## **ARTICLE VIII**

### **DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of incorporation. This corporation shall have two directors, initially. The name and street addresses of the initial member of the Board of Directors is:

Dennis R. Texter  
Director

315 Roslyn Avenue  
New Smyrna Beach, FL 32168

Teryl C. Lawson  
Director

4312 Ilene Court  
Orlando, FL 32806

The number of directors may be changed from time to time by the bylaws.

## **ARTICLE IX**

### **OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dennis R. Texter  
President

315 Roslyn Avenue  
New Smyrna Beach, FL 32168

Teryl C. Lawson  
Vice President/Secretary

4312 Ilene Court  
Orlando, FL 32806

**ARTICLE X**  
**INCORPORATORS**

The name and address of the incorporators and subscribers to 50 shares of the common voting stock of this corporation is as follows:

Dennis R. Texter

315 Roslyn Avenue  
New Smyrna Beach, FL 32168


Teryl C. Lawson

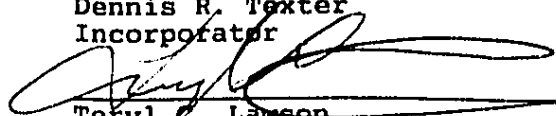
4312 Ilene Court  
Orlando, FL 32806

**ARTICLE XI**  
**AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 14th day of March, 1996.

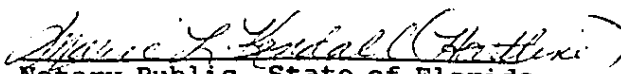
  
\_\_\_\_\_  
Dennis R. Texter  
Incorporator

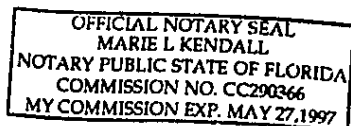
  
\_\_\_\_\_  
Teryl C. Lawson  
Incorporator

  
\_\_\_\_\_  
Dennis R. Texter  
Registered Agent

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 22nd day of March, 1996, by Dennis R. Texter and Teryl C. Lawson, of 738 W. Canal Street, New Smyrna Beach, Florida 32168.

  
\_\_\_\_\_  
Notary Public, State of Florida  
*Marie L. Kendall (Hartline)*  
(Typed/Printed name of Notary)  
Commission expiration:



FILED

96 APR -3 PM 2:14

**CERTIFICATE DESIGNATING REGISTERED  
AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091, Florida Statutes, VTM ASSOCIATES, INC., hereby designates Dennis R. Texter, of 738 W. Canal Street, New Smyrna Beach, Florida 32168, as its registered agent and the street address of its registered office, respectively for, service of process within the State of Florida.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

The undersigned, DENNIS R. TEXTER, hereby accepts designation as registered agent for VTM ASSOCIATES, INC., for service of process within the State of Florida.

  
\_\_\_\_\_  
Dennis R. Texter