P9600033532

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahasaaa, FL 32314

FITTOTO 1 7755646 -04/10/96--01076--006 *****78.75 *****78.75

| SUBJECT: PHILSAN | DS ENTERPRISES | , INC. | | • |
|---|---|--|---|---------------|
| (Proposed corporate name - must include suffix) | | | | d^{\dagger} |
| Enclosed is an original for: | and one (1) cop | | Incorporation and | d a chock |
| Filing Fac | X) \$78.75 Filing Foo & Cartificate | Flling Fac Flling Fac & Corthod Copy | Siling Foo, Filing Foo, Cartified Copy & Cartificate | |
| FROM: | PHIL OWEN | - | | |
| | Name (printed or typed) | | | |
| | 5680 HEMSING STREET | | | |
| | · · · · · · · · · · · · · · · · · · · | Address · | | |
| • | COCOA, FL | | | |
| | City | y, State & Zip | | |
| • | (407)633-0 | 765 | | |
| | Daytime | Telephone number | | |

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF CORPORATION

OF

PHILBANDS ENTERPRISES, INC.

Wo, the undersigned, being of full age, sui juris and a citizens of the United States, hereby file these Articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be Philsands Enterprises, Inc.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, but is primarily designed to engage in Sales Consulting and Telemarketing.

ARTICLE III

The total authorized capital stock of this corporation shall be 1000 shares of common stock of par value of \$1.00 per share. Said stock shall be paid for in cash or property, labor or services at a just valuation to be fixed by the incorporator in the manner provided for by statutes, and the stock shall be issued in accordance with such valuation. The value of the common stock thereof shall be fixed by the incorporators in the manner provided for by statutes, and the stock shall be issued in accordance with such valuation. The capital stock shall be Section 1244 stock.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business and general office of this corporation shall be at 5680 Hemsing Street, Cocoa, Florida 32927, but it may maintain offices and transact business at such other places, either within or without the State of Florida, as the Board of Directors may from time to time provide by resolution. The registered agent for the corporation shall be Phil E. Owen, whose business office is located at 5680 Hemsing Street, Cocoa, Florida, which office is hereby designated as the registered office of the corporation.

ARTICLE VII

The business of the corporation shall be conducted by a president, a vice-president, a secretary and treasurer, and a board of directors not less than the minimum required by law, or more than five, the exact number to be determined by the by-laws of the corporation. Only the president need be a stockholder of this corporation. All stockholders shall possess voting power. Each of the above designated officers, as well as the board of directors, shall be elected at the annual meeting of the stockholders, and shall hold office until their successors are elected or appointed,

unless otherwise provided in the by-laws. The name and street address of the first officers and directors of the corporation are:

President Phil E. Owen

5680 Homeing Street Cocoa, Florida 32927

Vice-President Mark K. Owen

5680 Homeing Street Cocoa, Florida 32927

Treasurer, Secretary

Carey L. Owen 5680 Hemsing Street Cocoa, Florida 32927

ARTICLE VIII

The highest amount of indebtedness to which this corporation may at any time subject itself shall be unlimited.

ARTICLE IX

The name and post office address of the incorporators of this corporation and the amount of stock subscribed for by them are as follows:

Phil E. Owen 102 shares 5680 Hemsing Street Cocoa, FL 32927

Mark K. Owe . 49 shares 5680 Hemsing Street Cocoa, FL 32927

Carey L. Owen 49 shares 5680 Hemsing Street Cocoa, FL 32927

IN WITNESS THEREOF, I have hereunto set my hand and seal to the foregoing Articles of Incorporation, and acknowledged this instrument to be filed in the office of the Secretary of State, State of Florida, the State day of Arell , 1996.

Phil E. Owen

STATE OF FLORIDA COUNTY OF BREVARD

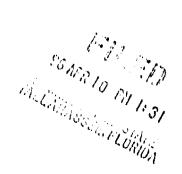
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared Phil E. Owen, personally known to me to be the person described in and who acknowledged before me that they executed the same for the purposes therein expressed.

witness my hand and official seal in the county and state last aforesaid this 8th of April, 1996.

Notary Public

TLORIA . Hunj Notary Name Printed





CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICTLE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPOI WHOM SERVICE MAY BE SERVED

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with sa d Act:

Philsands Enterprises, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in Cocoa,, County of Brevard, State of Florida, has named Phil F Owen, located at 5680 Hemsing Street, Cocoa, Florida, as its agent to accept service of process within this state. 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 provisions of said Act relative to keeping open said office.

DATED this had day of April, 1996
Accepted by Phil I. Owe