### Osceola Paralegal Services, Inc.

17 S. Orlando Ave. Kissimmee, FL 34741 (407) 870-5878 Fax (407) 870-9997

Kathleen Foust Owner

P9600180137899

-04/30/36--01083--001 \*\*\*\*122.50 \*\*\*\*122.50 Division of Corporations P.O. Box 6327

RE: Articles of Incorporation for C.E. REED, INC.

Tallahassee, Florida 32314

Dear Sir:

Enclosed are Articles of Incorporation for C.E. REED, 1NC., a corporation for profit, a copy thereof, designation of resident agent, and my escrow check in the amount of \$122.50 for filing fees.

Your approval, filing, certification and return of the certified copy to the undersigned will be appreciated.

Thank you for your assistance in this matter.

Sincerely,

Kathleen M. Foust for CHARLES E. REED, President C.E. REED, INC.

Enclosures as stated.

MAY 2 1996

#### ARTICLES OF INCORPORATION

OF

95 APR 29 AMIN: 27

C.E. REED, INC.

#### ARTICLE I

#### CORPORATE NAME

The name of the corporation shall be: C.E. REED, INC.. The principal place of business of this corporation shall be P.O. Box 700398, St. Cloud, FL 34770-0398.

#### ARTICLE II

#### NATURE OF THE BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, the United States or any other state, country, territory or nation.

#### ARTICLE III

#### TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of filing of these Articles in the office of the Secretary of State, for the State of Florida.

#### ARTICLE IV

#### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares with each share having a par value of \$1.00 per share.

#### ARTICLE V

#### REGISTERED AGENT IN INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be: Kathleen M. Foust, 17 S. Orlando Avenue, Kissimmee, FL 34741.

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

#### ARTICLE VI

#### BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VII

#### INITIAL DIRECTORS

The names of the initial directors of this corporation and their street address is/are:

CHARLES E. REED

P.O. Box 700398 St. Cloud, FL 34769

The person named as initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE VIII

#### INITIAL OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

CHARLES E. REED P.O. Box 700398 St. Cloud, FL 34769 PRESIDENT

#### ARTICLE IX

#### INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is:

CHARLES E. REED P.O. Box 700398 St. Cloud, FL 34769

#### ARTICLE X

#### **AMENDMENT**

These 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 at least a majority of the stock entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XI

#### PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds the right to purchase his prorata share thereof at the price at which it is offered to others.

#### ARTICLE XII

#### BY-LAWS

The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation on the 2201 day of Copy 0, 1996.

CHARLES E. REED

STATE OF FLORIDA COUNTY OF OSCEOLA

BEFORE ME, a notary public, personally appeared CHARLES E. REED, to me known to be the person described as incorporator and executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation on the 23 day of Could , 1996. The following was provided as identification: FADAR 300 -145-51-283-0

(NOTARY SEAL)

JOAN S DAVIDSON
My Commonwell CO200703
Lapros Jul 01 1997

Notary Public's Signature State of Florida at Large

Notary Public's Printed Name

My Commission Expires:

#### ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the abovenamed corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping open said office.

Registered Agent

# P96000037899

COVER LETTER

-01/27/97--01047--009
\*\*\*\*\*\*70.00 \*\*\*\*\*\*35.00

CHARLES E. REED
P.O. BOX 700038 (DISCERNING
ST. CLOUD FLA,
34170-0038 (Fig.)

**ENCLOSED** 

CHARCES E. KEED P.O. BOX 700398 (C.E. REED) ST. CLOUD FLA. INC.) 34770-0398 (#3500) ENCLOSED)

TEL. # (407) 957-4073

\$70 ENCLOSED

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## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: C.E. REED, INC	
SECOND	The articles of incorporation were filed on: APRIL 29 199 (CHECK ONE)	76
	None of the corporation's shares have been issued.	
	The corporation has not commenced business.	<u> </u>
FOURTH:	No debt of the corporation remains unpaid.	SECI VISIO
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.	FILE ETARY ( ETARY )
SIXTH:	Adoption of Dissolution (C.ECK ONE)	D OF STA
	A majority of the incorporators authorized the dissolution.	TIONS
	A majority of the directors authorized the dissolution.	
Signed	d this <u>OB</u> day of <u>JANUARY</u> , 1997	
Signature	(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)	
_	CHARLES E. REED	
	(Typed or printed name)	
_	LRESIDENT	
	(Title)	