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P96000054533



networks

TELEPHONE
TELEFAX
ACCOUNT NO. : 072100000032

REFERENCE : 001362 6209A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$170.00

ORDER DATE : June 26, 1996

ORDER TIME : 11:39 AM

ORDER NO. : 001362

CUSTOMER NO: 6209A

700001876867

CUSTOMER: Wade Boyette, Esq
CAUTHEN & FELDMAN

215 N. Joanna Avenue

Tavares, FL 32778-3200

DOMESTIC FILING

NAME: TANSU, INC.

EFFECTIVE DATE: JUNE 25, 1996

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 26 PM 3:15
96 JUN 26 PM 1:15
DIVISION OF CORPORATIONS

CP
6/26/96

CAUTHEN & FELDMAN, P.A.

Attorneys at Law
215 North Joanna Avenue
Tallahassee, FL 32301
(904) 343-2225
FAX (904) 343-7759

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 26 PM 3:15

William H. Cauthen
H. John Feldman
K. Wade Boyette, Jr.

J. Carter Perkins,
of Counsel

June 25, 1996

VIA FEDERAL EXPRESS
Airbill No. 8322458885

Corporation Information Services, Inc.
1201 Hayes Street
Tallahassee, Florida 32301

RE: TanSu, Inc.
Our File No. 96-317

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-captioned corporation. Please file immediately with the Secretary of State. Also, please note that we have requested an effective date for the corporation of the date of execution (June 25, 1996).

We have spoken with the supervisor in the Corporate Filing Department of the Secretary of State's office with reference to the name of the corporation and have received authorization for the filing with the name TanSu, Inc. (There is a corporation, Tan-U, Inc., which is close in name - but our corporation's name is not hyphenated.)

Once filed, please return the copy stamped by the Secretary of State reflecting the filing information along with your statement of services and any additional fees due.

Please call if you have any questions regarding this matter.

Very truly yours,

CAUTHEN & FELDMAN, P.A.

K. Wade Boyette, Jr.
K. Wade Boyette, Jr.

KWB\lh
Enclosures
cc: Robert R. Roberson (w/encl)

EFFECTIVE DATE

6/25/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

of

TanSu, Inc.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and address of this corporation shall be: **TanSu, Inc.**, 3217 Round Lake Road, Apopka, FL 32712.

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock each with a par value of \$1.00.

ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAME

Robert R. Roberson

ADDRESS

3217 Round Lake Road
Apopka, FL 32712

The names and addresses of the Director(s) is/are:

NAME

Robert R. Roberson

ADDRESS

3217 Round Lake Road
Apopka, FL 32712

ARTICLE V
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

ARTICLE VII
Term of Existence

This corporation shall exist perpetually.

ARTICLE VIII
Directors

A. The business of the corporation shall be managed initially by a board of one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given by any shareholder to the President or a Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the bylaws of the corporation.

C. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

D. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

E. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE IX **Effective Date**

The date that corporate existence shall begin shall be the date of execution of these Articles of Incorporation. This election is pursuant to Florida Statute 607.0123.

ARTICLE X **Registered Office and Registered Agent**

The address of the initial registered office of this corporation is 3217 Round Lake Road, Apopka, FL 32712 (P.O. Box 747, Zellwood, FL 32798). The name of the Registered Agent of this corporation is ROBERT R. ROBERSON at the above office address.

ARTICLE XI **Bylaws**

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 25th day of June, 1996.


Robert R. Roberson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 26 PM 3:15

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

I hereby accept to act as Initial Registered Agent for **TanSu, Inc.**, as stated in these Articles of Incorporation.

Dated: June 25, 1996.


Robert R. Roberson