

1201 HANX STREET
SARASOTA, FL 34237
901-3-917
901-22-0111 FAX
00-14-208
P96000063872



PROCESSED
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 031537 3487A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 25, 1996

ORDER TIME : 9:56 AM

ORDER NO. : 031537

CUSTOMER NO: 3487A

500001904385
-07/25/96--01063--02
****122.50 ****122.50

CUSTOMER: Steven R. Greenberg, Esq.
ICARD MERRILL CULLIS TIMM
FUREN & GINSBURG, PA
2033 Main Street, Suite 600
P. O. Drawer 4195
Sarasota, FL 34237

DOMESTIC FILING

NAME: LEE AND DEE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

2284-672

W96-15635

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 AM 9:15

RECEIVED
96 JUL 27 11:14
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 25 AM 9:15

RECEIVED

25 JUL 30 PM 2:11

DIVISION OF CORPORATIONS

July 25, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: LEE AND DEE, INC.
Ref. Number: W96000015635

RESUBMIT

Please give original
submission date as file date.

We have received your document for LEE AND DEE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) LEE & DEE, INC., Document number L80164, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1992 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1175.00, therefore, there is a balance of \$1052.50 due. Add an additional \$8.75 for each certificate of status requested.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 796A00035914

ARTICLES OF INCORPORATION

OF

LEE AND CHEN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 11 9 15

ARTICLE I. NAME

The name of the corporation shall be LEE AND CHEN, INC. and the principal office and mailing address is 4847 North Tamiami Trail, Sarasota, Florida 34234.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7507 Preserves Court, Sarasota, Florida 34243, and the name of the initial registered agent of this corporation at the address is LI-EN C. LEE.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time, by By-Laws which shall never be less than one. The name and address of the initial Director of this corporation is:

Li-En C. Lee
7507 Preserves Court
Sarasota, Florida 34243

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles is:

Li-En C. Lee
7507 Preserves Court
Sarasota, Florida 34243

ARTICLE VIII. TRANSFERABILITY OF SHARES

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written, or printed upon the certificate representing said shares, and the By-Laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX. TRANSACTION WITH INTERESTED

DIRECTORS OR OFFICERS

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLE X. REPLACING STOCK CERTIFICATES

The Board of Directors, may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE XII. INDEMNIFICATION

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE XIII. DATE OF COMMENCEMENT

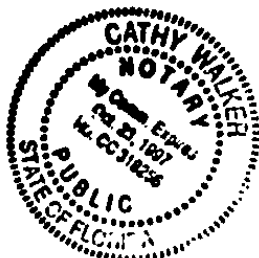
The date of commencement of this corporation shall be the date of filing these Articles of Incorporation with the Department of State, State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of July, 1996.

Li-En C. Lee
LI-EN C. LEE
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 24th day of July, 1996, by LI-EN C. LEE. She is personally known to me or has produced _____ as identification and who did (did not) take an oath.



Cathy Walker
Print Name: _____
Notary Public, State of Florida at Large
Commission No. _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

I having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 724- __, 1976.

Li-En C Lee
LI-EN C. LEE
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 9:16