

P 9600006468

LEFKOWITZ, KOLTUN & TOPHAM, P.A.

ATTORNEYS AND COUNSELORS AT LAW

430 NORTH MILLS AVENUE

ORLANDO, FLORIDA 32803

IVAN M. LEFKOWITZ *

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* BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
** ALSO ADMITTED IN OHIO AND KENTUCKY
: ALSO ADMITTED IN MASSACHUSETTS

July 29, 1996

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314
Attn: Corporations Division

Re: Truth in Politics, Inc.
Effective Date: July 29, 1996

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of the above proposed corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

Also enclosed is a certificate designating place of business or domicile for service of process within this State, naming agent upon whom process may be served.

A check is also enclosed in the total amount of \$122.50 to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

Yours very truly,


Ivan M. Lefkowitz

IML:sr

Enclosures

cc: Theodore A. Noel, II, President

7-29-96
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PA 12/96

**ARTICLES OF INCORPORATION
OF
TRUTH IN POLITICS, INC.**

FILED
96 AUG -1 AM 10:46
CLERK OF STATE
TALLAHASSEE, FLORIDA

EXPIRATION DATE

7-29-96

ARTICLE I - NAME

The name of this corporation is TRUTH IN POLITICS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

1404 Baldwin Court
Maitland, Florida 32751

The name of the initial registered agent of this corporation at that address shall be:

THEODORE A. NOEL, II

The street address of the corporate offices shall be:

1404 Baldwin Court
Maitland, Florida 32751

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have one (1) director initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The names and addresses of the initial director and officers of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
THEODORE A. NOEL, II	1404 Baldwin Court Maitland, FL 32751	President/ Director
NANCY NOEL	1404 Baldwin Court Maitland, FL 32751	Secretary/ Treasurer

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
THEODORE A. NOEL, II	1404 Baldwin Court Maitland, FL 32751

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

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 subscriber has executed these Articles of Incorporation this 29th day of July, 1996.


THEODORE A. NOEL, II

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

96 AUG -1 AM 10:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

TRUTH IN POLITICS, INC.

2. The name and address of the registered agent and office is:

THEODORE A. NOEL, II
1404 Baldwin Court
Maitland, Florida 32751

Date: July 29, 1996

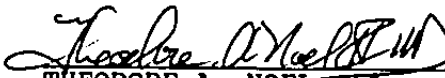


THEODORE A. NOEL, II, President

ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: July 29, 1996



THEODORE A. NOEL, II

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LEFKOWITZ & TOPHAM, P.A.

ATTORNEYS AND COUNSELORS AT LAW

IVAN M. LEFKOWITZ*
OWEN B. TOPHAM*
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ORLANDO, FLORIDA 32803
TELEPHONE (407) 425-1874
FACSIMILE (407) 425-1881

Of Counsel
DAVID RHETT BAKER
JOSEPH I. GOLDSTEIN

PLEASE REPLY TO: ORLANDO

* BOARD CERTIFIED IN ELLATION
AND MASTER OF LAWS IN ESTATE PLANNING
* ALSO ADMITTED IN MASSACHUSETTS
** ALSO ADMITTED IN IOWA AND MINNESOTA

LAKE COUNTY OFFICE
8210 COUNTY ROAD 48
SUITE 201
YALAHUA, FLORIDA 34787
TELEPHONE (352) 324-3100

December 17, 1996

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

FILED
96 DEC 19 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
800002030266--1
-12/19/96-1105--005
*****87.50 *****87.50

Re: Truth in Politics, Inc.

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Dissolution of the above Corporation, effective December 8, 1996. A check is also enclosed in the total amount of \$87.50 to cover the \$35.00 filing fee and the \$52.50 fee for the certified copy of the Articles of Dissolution.

Please endorse your approval of the Articles of Dissolution on the duplicate copy, and return a certified copy to me.

Thank you for your assistance.

Yours very truly,

Ivan M. Lefkowitz

IML:ym
Enclosures
cc: Theodore A. Noel, II, M.D.

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VS DEC 31 1996

ARTICLES OF DISSOLUTION
OF TRUTH IN POLITICS, INC.

FILED
96 DEC 19 AM 11:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Dissolution:

Article I - Name of Corporation

The name of the corporation is TRUTH IN POLITICS, INC. (hereinafter referred to as the "Corporation").

Article II - Date Dissolution Authorized

The dissolution of the Corporation was authorized on 8 Dec, 1996.

Article III - Approval of Dissolution

The dissolution was approved by all of the shareholders of the Corporation by written consent dated 8 Dec, 1996, pursuant to Section 607.0704 of the Florida Statutes.

Article IV - Effective Date of Dissolution

The Corporation shall be dissolved effective 8 Dec, 1996.

Dated this 8 day of December, 1996.

TRUTH IN POLITICS, INC.

By Theodore A. Noel, II
Theodore A. Noel, II, President