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ACCOUNT NO. : 072100000032

REFERENCE : 054768 10831B

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : August 15, 1996

ORDER TIME : 10:53 AM

ORDER NO. : 054768

CUSTOMER NO: 10831B

500001928925

CUSTOMER: David R. Lenox, Esq
GREENSPOON MARDER HIRSCHFELD
RAFKIN
135 West Central, Suite 1100
Orlando, FL 32801

DOMESTIC FILING

NAME: BOTTLE BUTLER, INC.

EFFECTIVE DATE:

XXXX_ ARTICLES OF INCORPORATION
____ CEPT. OF LIMITED PARTNERSHIP

PLEASE SIGN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
56 AUG 15 AM 9:31

RECEIVED
96 AUG 15 PM 1:07
DIVISION OF CORPORATIONS
8/15/96

ARTICLES OF INCORPORATION

OF

BOTTLE BUTLER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 15 AM 9:31

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be:

Bottle Butler, Inc.

ARTICLE II
TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law.

ARTICLE III
PURPOSE

This corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below, and none other:

Maximum Number of Shares: 1000

Par Value Per Share: \$1.00

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or

services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE V
PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of stockholders pursuant to provisions of its By-laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-laws.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

135 West Central Boulevard
Suite 1100
Orlando, Florida 32801

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The name of the initial Registered Agent of this Corporation at the aforementioned address is: David R. Lenox

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons.

The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and street address of the initial director who is to conduct the affairs of this Corporation until the first meeting and election and qualification of his successor:

<u>NAME</u>	<u>ADDRESS</u>
Ronald Leventhal	8762 Lake Tibet Court Orlando, Florida 32819
Jackie Leventhal	8762 Lake Tibet Court Orlando, Florida 32819

ARTICLES VIII
INCORPORATOR

The name and address of the individual signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
David R. Lenox	135 West Central Boulevard Suite 1100 Orlando, Florida 32801

ARTICLE IX
CORPORATE ADDRESS

The address of the Corporation shall be:

8762 Lake Tibet Court
Orlando, Florida 32819

ARTICLE IX
MISCELLANEOUS

1. No contract or other transaction between this Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this Corporation is or are interested in, or is a director or officer of such other corporation.

2. Upon election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.

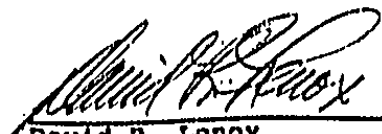
3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Shareholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Shareholders.

4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

5. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 14th day of August, 1996.


David R. Lenox (SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 14th day of August, 1996, by DAVID R. LENOX.


NOTARY PUBLIC



JOANN D MANKAMYER
My Commission CC482307
Expires Jul, 19, 1999
Bonded by HAI
800-422-1888


(Print, Type or Stamp Commissioned Name)

Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 15 AM 9:31

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICER**

The Undersigned hereby accepts designation as Registered Agent of the Corporation.

GREENSPOON, MARDER, HIRSCHFELD,
RAFKIN, ROSS & BERGER, P.A.

BY:

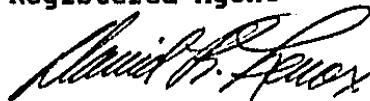

David R. Lenox

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act: First that Bottle Butler, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Orlando, County of Orange, State of Florida, has named David R. Lenox, located at 135 West Central Boulevard, Suite 1100, City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office.

Registered Agent



DAVID R. LENOX