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CORAL SPRINGS, FL 33065
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PHILIPPS & FINANCIAL SERVICES ACCOUNT NO. 0721000000000000
DIVISION OF 000000000000

REFERENCE : 078394 10928A

AUTHORIZATION : Patricia Pyper

COST LIMIT : \$ 122.50

ORDER DATE : September 9, 1996

ORDER TIME : 10:0 AM

ORDER NO. : 078394

CUSTOMER NO: 10928A

100001842161

CUSTOMER: Edward P. Phillips, Esq
EDWARD P. PHILLIPS, ESQUIRE

Suite 206
1881 University Drive
Coral Springs, FL 33065

DOMESTIC FILING

NAME: CGV, 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: Deborah Schroder

EXAMINER'S INITIALS:

613.
W96-18930

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -9 AM 10:19

9/11/96

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96 SEP 10 PM 3:43
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -9 AM 10:12

September 10, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CGV, INC.
Ref. Number: W96000018930

RESUBMIT
Please give original
submission date as file date.

We have received your document for CGV, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Claretha Golden
Document Specialist

Letter Number: 996A00042026

ARTICLES OF INCORPORATION

OF

CGV, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -9 AM 10:19

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the proposed corporation is:

CGV, INC.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total number of shares of stock which the Corporation shall have the authority to issue is one thousand (1,000) shares and the par value of each of such shares is one (\$1.00) dollar.

All of said stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the officers at a meeting called for that purpose; property, labor, or services may be purchased, or paid for with the capital stock at a just valuation to be fixed by the officers of the Corporation at a meeting called for that purpose.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved according to law and shall commence business on the date that these Articles are filed and approved by the Department of State of the State of Florida.

ARTICLE V - LOCATION

The principal place of business of the Corporation shall be at:

c/o Edward P. Phillips, P.A.
1881 University Drive, Suite 206
Coral Springs, FL 33071

ARTICLE VI - DIRECTORS

This Corporation shall have one (1) 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.

The name and post office address of the member of the first Board of Directors is:

CHRISTINA INES VILLARD
c/o Edward P. Phillips
1881 University Drive, Suite 206
Coral Springs, FL 33071

ARTICLE VII - SUBSCRIBER

The name and post office address of the subscriber hereto is:

CHRISTINA INES VILLARD
c/o Edward P. Phillips, Esq.
1881 University Drive, Suite 206
Coral Springs, FL 33071

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Stockholders at a Stockholders' Meeting by vote of the Stockholders voting the majority of the stock capable of being voted, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

ARTICLE IX - INITIAL REGISTERED AGENT

The corporation has designated the following as the registered Agent for the corporation, pursuant to Florida Statutes, to wit:

Christina Ines Villard
c/o Edward P. Phillips, Esq.
1881 University Drive, Suite 206
Coral Springs, FL 33071

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, I the undersigned subscribing Incorporator, and designated registered agent, have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge, and file in the office of the Secretary of State these Articles of Incorporation and certify that the facts herein stated are true, all this SEPT. 5 day of 5, 1996.

I hereby accept and am familiar with the duties of being registered agent.

Christina Ines Villan
Incorporator and Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this date before me, the undersigned authority, personally appeared Christina Ines Villan who, after being duly sworn by me on oath, acknowledged that she executed the foregoing Articles of Incorporation for the purposes expressed therein, and she acknowledged that she is a natural person competent to contract.

SWORN TO AND SUBSCRIBED before me, this 5 day of SEPT., 1996.

Edward Phillips
NOTARY PUBLIC EDWARD P. PHILLIPS

