

P96000079728

September 18, 1996

Division of Corporations
409 East Gaines Street
Tallahassee, Fl. 32399

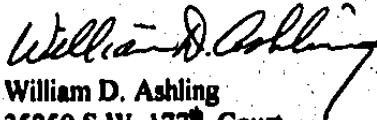
Re: All Seasons Enterprises Inc.

David Mann
Director of Corporations:

500001958345
-09/27/96--01001--029
****131.25 ****131.25

To refresh your memory of our phone conversation last week, I called with the problem about the corporation named All Seasons Enterprises Inc. that I wanted to reactivate. After extensive discussions with others and the confusion about using the same name, you intervened. Due to the fact that All Seasons was never used, you informed me to send the application for the same name, attention your office, and you would see to it that it was processed through. I appreciate your taking the time and attention to resolve this matter for me.

Thank You



William D. Ashling
35250 S.W. 177th Court
#172
Fla. City, FL 33034

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 25 PM 4:04

FILED

Dmc
9/25/96

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ALL SEASONS ENTERPRISES INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: WILLIAM D. ASHLING
Name (printed or typed)

35250 SW 177th Ct, #172
Address

FLA. City, FLA. 33034
City, State & Zip

305-248-9604
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
ALL SEASONS ENTERPRISES INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation is All Seasons Enterprises, Inc.

ARTICLE II DURATION

The period of its duration is perpetual

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
35250 S.W. 177th Court, Unit 172
Florida City, Florida 33034

ARTICLE IV PURPOSE

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

ARTICLE V SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) shares all of one class, \$1.00 par value.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is :

Daniel A. Johnson
9370 S.W. 190th Street
Miami, Florida 33157

ARTICLE VII BOARD OF DIRECTORS

The initial board of directors shall consist of two directors:

William D. Ashling
35250 S.W. 177th Court, #172
Florida City, Florida 33034

and

Thomas C. Mullen
9370 S.W. 190 Street
Miami, Florida 33157

ARTICLE VIII INCORPORATORS:

The names and addresses of the incorporators to these Articles of Incorporation are:

William D. Ashling
35250 S.W. 177th Court
#172
Florida City, Florida 33034
and

Thomas C. Mullen
9370 S.W. 190th Street
Miami, Florida 33157

ARTICLE VII

ARTICLE IX DIVISION OF STOCK

The initial 100 shares of stock shall be divided equally between the incorporators:

Fifty shares to
William D. Ashling
35250 S.W. 177th Court, #172
Florida City, Florida 33034
and

Fifty shares to
Thomas C. Mullen
9370 S.W. 190th Street
Miami, Florida 33157

ARTICLE X AMMENDMENTS

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

The undersigned incorporators have executed these Articles of Incorporation this Twentieth (20th) day of September, 1996

date: 9-20-96 William D. Ashling Signature

date: 9-20-96 Thomas C. Mullen Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: ALL SEASONS ENTERPRISES INC.

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

Daniel A. Johnson
(NAME)

9370 SW 190 Street
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami FL 33157
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Daniel A. Johnson
(SIGNATURE)

9-21-1996
(DATE)