

LAW OFFICES  
**DUNCAN & TARDIF, P. A.**  
FOXWORTHY PROFESSIONAL BUILDING  
SUITE 101, 1001 JACKSON STREET  
POST OFFICE BOX 240  
FORT MYERS, FLORIDA 33902-0240

GORDON H. DUNCAN  
ROBERT E. TARDIF JR.  
ANDREW S. EPSTEIN

TELEPHONE (941) 334-4574  
FAX (941) 334-3378

**P960000084878**

October 10, 1996

Secretary of State  
Division of Corporations  
The Capital  
P.O. Box 6327  
Tallahassee, FL 32314

500001971765  
-10/11/96--01069--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Clerk:

Enclosed please the Articles of Incorporation of CRABNET, INC., to be filed. Also enclosed is the firm's check in the amount of \$122.50 to cover the filing fee.

Please return the receipt to the undersigned as quickly as possible. I have provided a return envelope for your convenience.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

*Andrew S. Epstein / seb*

Andrew S. Epstein  
For the Firm

ASE:bsb  
Encl.

cc: client

Bonnie Baldassare GAVE

AUTHORIZATION BY PHONE TO

CORRECT Principal Address

DATE 10/15/96

DOC. EXAM gf

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 OCT 11 PM 3:25

*gf 10/15/96*

EFFECTIVE DATE

10/10/96

ARTICLES OF INCORPORATION

OF

CRABNET, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 OCT 11 PM 3:25

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name: The name of the corporation is CRABNET, INC.

241 SANTA BARBARA BLVD.  
CAPE CORAL, FL 33991

ARTICLE II

Duration: The duration of the corporation is perpetual.

ARTICLE III

Purpose: The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purposes in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Capital Stock: The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$0.10 per share.

#### ARTICLE V

Initial Registered Office and Agent: The street address of the initial Registered Office of the corporation is 1601 Jackson Street, Suite 101, Fort Myers, Florida 33901, and the name of its initial Registered Agent is Andrew S. Epstein, Esquire.

#### ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be increased or decreased from time to time in accordance with the By Laws but shall never be less than one. The names and addresses of the initial Directors of the corporation are as follows:

DOMINICK TARTAGLIONE  
2406 CORTEZ BLVD.  
FORT MYERS, FL 33901

DON KING  
2406 CORTEZ BLVD.  
FORT MYERS, FL 33901

#### ARTICLE VII

Incorporators: The name and address of each Incorporator is as follows:

DOMINICK TARTAGLIONE  
2406 CORTEZ BLVD.  
FORT MYERS, FL 33901

DON KING  
2406 CORTEZ BLVD.  
FORT MYERS, FL 33901

#### ARTICLE VIII

Commencement of Corporate Existence: In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Article of Incorporation.

#### ARTICLE IX

Preemptive Rights: Each shareholder of the corporation shall

have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

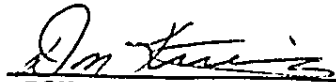
#### ARTICLE X

Amendment: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the

Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation on this 10<sup>th</sup> day of October, 1996.

  
DOMINICK TARTAGLIONE

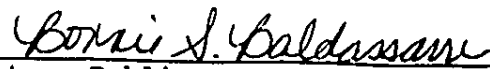
  
DON KING

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME personally appeared DOMINICK TARTAGLIONE and DON KING, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 10<sup>th</sup> day of October, 1996.

  
Notary Public

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS


STATE OF FLORIDA :  
COUNTY OF LEE : ss

96 OCT 11 PM 3:25

BEFORE ME, the undersigned authority, personally appeared ANDREW S. EPSTEIN, ESQUIRE to me known to be the person described in the foregoing Articles of Incorporation for CRABNET, INC. as the Registered Agent, and who hereby accepts said designation, and further states that the place of business for which said Registered Agent will accept service of papers on behalf of the corporation is Duncan & Tardif, P.A., 1601 Jackson Street, Suite 101, Fort Myers, FL 33901, and he acknowledges before me that he executed this Acceptance freely and voluntarily and for the uses and purposes therein expressed.

By:   
ANDREW S. EPSTEIN, ESQUIRE

SWORN TO AND SUBSCRIBED before me in the County and State last aforesaid this  
10<sup>th</sup> day of October, 1996.

  
NOTARY PUBLIC  
Bonnie S. Baldassarre

My Commission Expires:



BONNIE S. BALDASSARRE  
COMMISSION # CC 528566  
EXPIRES JAN 23, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

P96000084878

DUNCAN & TARDIF, P. A.  
FOXWORTHY PROFESSIONAL BUILDING  
SUITE 101, 1601 JACKSON STREET  
POST OFFICE BOX 249  
FORT MYERS, FLORIDA 33902-0249

GORDON R. DUNCAN  
ROBERT E. TARDIF JR.  
ANDREW S. EPSTEIN

TELEPHONE (941) 334-4674  
FAX (941) 334-337A

July 7, 1997

Attn: Amendment Dept.  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002235440--1  
-07/10/97--01106--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Crabnet, Inc.

Dear Sir or Madam:

Enclosed for filing, please find a Resignation of Registered Agent along with our firm check in the amount of \$87.50 to cover the filing fee.

Should you have any questions or comments, please do not hesitate to contact my office. I am,

Very truly yours,

  
Andrew S. Epstein  
For the Firm

ASE/bh  
Enclosure

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 10 PM 3:41

*Resign*

JUL 14 1997

Florida Department of State, Sandra B. Mortham, Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 10 PM 3:41

## RESIGNATION OF REGISTERED AGENT

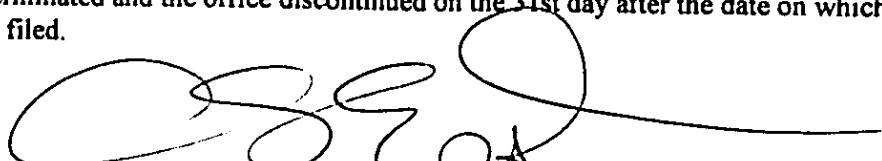
Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, ANDREW S. EPSTEIN, ESQ.  
(Name of registered agent)

hereby resigns as Registered Agent for CRABNET, INC.  
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

  
(Signature of resigning agent)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

**Fee for filing this document:**

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation