

**JAMES A. GRANOSKI, P.A.**

ATTORNEY AT LAW

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AS NOTED TO OFFICE IN FLORIDA

October 8, 1996

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

300001971883  
10/11/96--01081--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Network CAM, Inc.

Dear Madam or Sir:

I have enclosed for your review and filing the original and two copies of the Articles of Incorporation for The Network CAM, Inc. and a check in the amount of \$122.50 payable to the Florida Department of State for the following:

Filing Fee, for articles of Incorporation, F.S. 607.0122(1)	\$35.00
Filing Fee, for Resident Agent F.S. 607.0122(7)	35.00
Certified Copy, F.S. 607.0122(23)	<u>52.50</u>
TOTAL	\$122.50

RECEIVED  
FLORIDA DEPARTMENT OF STATE  
OCT 11 PM 4:00  
EFFECTIVE DATE  
10-9-96

Please return a certified copy of the Certificate of Incorporation to me in the enclosed self-addressed, stamped envelope.

Thank you for your prompt attention to and cooperation in this matter.

Very truly yours,

JAMES A. GRANOSKI, P.A.

*James A. Granoski*  
James A. Granoski

Enclosures

(C:\CORP\WINSHIP\DEPARTMENT OF STATE)

10/15

**ARTICLES OF INCORPORATION**  
**OF**  
**The Network CAM, Inc.**

FILED  
96 OCT 11 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of The Network CAM, Inc., under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME AND PRINCIPAL OFFICE**

The Network CAM, Inc.  
2141 Sunnyside Lane  
Sarasota, FL 34239

EFFECTIVE DATE  
10-7-96

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence five days before the date of acceptance by the Secretary of State of Florida of these Articles.

**ARTICLE III. DURATION**

The corporation will have a perpetual existence.

**ARTICLE IV. PURPOSE**

The general purpose or purposes for which the corporation is organized are as follows:

(a) To engage in every aspect and phase of property management and its related businesses.

(b) To transact any or all other lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$0.10 per share. The consideration to be paid for each share shall be fixed by the board of directors and

may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2141 Sunnyside Lane, Sarasota, FL 34239, and the name of the corporation's initial registered agent at that address is William D. Winship.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

William D. Winship  
2141 Sunnyside Lane  
Sarasota, FL 34239

Ellen Carol Sullivan  
7630 Eagle Creek Drive  
Sarasota, FL 34243

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

James A. Granoski  
207B The Office Park  
2477 Stickney Point Road  
Sarasota, Florida 34231

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed these Articles of Incorporation this 26th day of September, 1996.

  
James A. Granoski

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That The Network CAM, Inc., desiring to organize under the laws of the State of Florida, with its initial registered office at 2141 Sunnyside Lane, Sarasota, FL 34239, as indicated in the Articles of Incorporation, at located at that address, designates

WILLIAM D. WINSHIP as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.

  
WILLIAM D. WINSHIP

FILED  
96 OCT 11 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA