P 96 COCO 90636

26133 U.S. Highway 19 North, Suite Clearwater, Florida 34623-2019 Telephone: (813) 725-2551

96 NOV -5 AM 11:41

SECRETARY OF STATE TALLAHASSEE, FLORIDA

October 2, 1996

A CALL STORY

300001965363 -10/04/96--010/2--010 ****122.50 ****122.50

Secretary of State Corporate Division P. O. Box 6327 Tallahassee, FL 32314

Re:

Apus, Inc.

Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above referenced corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00

Total Fees

\$122,50

Please file the original of the enclosed Articles of Incorporation and return a certified copy directly to the undersigned.

Your prompt attention to this matter is greatly appreciated.

Sincerely,

NEIL G. KIEFER

NGK/lg Enclosures



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 8, 1996

NEIL G. KIEFER 26133 US HWY 19 N, SUITE 100 CLEARWATER, FL 34623-2019

SUBJECT: APUS, INC.

Ref. Number: W96000021271

We have received your document for APUS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall Document Specialist

Letter Number: 196A00045876

New article enclosed - please file

ARTICLES OF INCORPORATION

FILED

OE

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APUS ENTERPRISES, INC.

SECRETARY OF STATE TALLAHASSEE. FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is APUS ENTERPRISES, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is: 1036 Highview Drive, Palm Harbor, Florida 34683.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this comporation and the street address of the Registered Office are as follows:

Name:

Andru R. Ramker

Address:

1036 Highview Drive

Palm Harbor, Florida 34683

ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial Director of this corporation are:

Andra R. Ramker

1036 Highview Drive Palm Harbor, FL 34683 FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE VI.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name:

Andru R. Ramker

Address:

1036 Highview Drive Palm Harbor, FL 34683

ARTICLE VII.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 1st day of November 1996, for the purpose of organizing this corporation under the laws of the State of Florida.

Andru R. Ramker

ACKNOWLEDGEMENT:

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.

Andru R. Ramker

Dated: November 1, 1996