

P96000101819

Edward L. Stahley

Attorney at Law

VILLA D - 160 FORTENDERRY ROAD
MERRITT ISLAND, FLORIDA 32954-1760

December 13, 1996

POST OFFICE BOX 1760

(407) 453-3602
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Hon Sandra B. Mortham
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

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EFFECTIVE DATE

1-1-97

RE: P.J. Lourcay Enterprises, Inc.
Our File No. 96-147

Dear Madame:

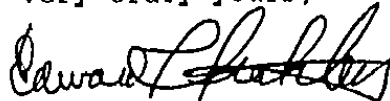
Enclosed find Articles Of Incorporation for P. J. Lourcay Enterprises, Inc. which we desire to incorporate under the laws of the State of Florida. We are also enclosing herewith a certificate designating place and agent for service of process, along with our check in the amount of \$122.50 to cover the following incorporation fees:

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

Please attach your certificate to the enclosed copy of the Articles Of Incorporation, returning same to me at your earliest convenience.

With kindest regards, I remain

Very truly yours,



Edward L. Stahley

ELS/vjr

Enclosures

FILED
96 DEC 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-18-96
KR

FILED
96 DEC 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE

1-1-97

P. J. LOURCEY ENTERPRISES, INC.,
A FLORIDA CORPORATION FOR PROFIT
Commencing January 1, 1997

KNOW ALL MEN BY THESE PRESENTS: That the undersigned hereby organizes and incorporates for the purpose of forming a body corporation under and by virtue of "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES, 1995", as amended, for the transaction of business, and under the following charter:

ARTICLE I

Name

The name of the corporation shall be P. J. LOURCEY ENTERPRISES, INC.

ARTICLE II

Purpose

The purpose of the Corporation is to do all acts necessary and proper to conduct a business in the State of Florida to provide services and products to the public; and to own and operate the associated facilities, equipment and real estate to render such services and conduct such business.

ARTICLE III

Duration

The duration of this corporation shall commence on January 1, 1997, which date is less than ninety days from the date these Articles are executed, and shall thereafter be perpetual unless dissolved according to law.

ARTICLE IV

Authorization to Issue Shares

The corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock, having a nominal or par value of ONE (\$1.00) DOLLAR per share.

The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation as shall be

fixed by the Board of Directors. Property or labor also may be purchased with the capital stock at such valuation as shall be fixed by the Directors.

The amount of the capital, in lawful money of the United States of America, or its equivalent, with which the corporation shall begin business shall be the sum of FIVE HUNDRED (\$500.00) DOLLARS or more.

ARTICLE V

Principal Place of Business and Mailing Address

The principal place of business and the mailing address of this corporation shall be 925 Martinique Drive, Merritt Island, FL 32953, or as otherwise indicated in the minutes of the Corporation.

ARTICLE VI

Board of Directors

The Board of Directors of this corporation shall be any number not less than one or more than thirteen, fixed from time to time by the By-laws of the company.

The manner in which the directors are elected or appointed is as described in the Bylaws of the organization.

ARTICLE VII

First Board of Directors

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-laws of this corporation and "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES, 1993", as amended, shall hold offices until the first meeting of the incorporators of said corporation, or until their successors are elected and qualified, shall be:

DIRECTOR

PATRICK J. LOURCEY

POST OFFICE ADDRESS

925 Martinique Drive
Merritt Island, FL 32953

ARTICLE VIII

Subscribers

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares each agree to take, and the value of the consideration therefore, (the sum of which is not less than the amount of initial capital specified in Article IV), are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>CONSIDERATION</u>
PATRICK J. LOURCEY	925 Martinique Dr. Merritt Island, FL 32953	500	\$500.00

ARTICLE IX

Initial Registered Agent and Street Address

The name and the street address of the initial registered agent is PATRICK J. LOURCEY, 925 Martinique Drive, Merritt Island, FL 32953.

ARTICLE X

Initial Officers and Meetings

The business of the corporation shall be managed, controlled, and conducted by a President, Vice-President, Secretary and Treasurer (any person may hold two or more offices) and by a Board of Directors. The directors shall be chosen annually after the annual meeting of stockholders. The officers who shall serve during the first year of the existence of the corporation or until their successors are elected and qualified, shall be:

<u>OFFICER</u>	<u>ADDRESS</u>
PATRICK J. LOURCEY President/Secretary	925 Martinique Dr. Merritt Island, FL 32953

At the first meeting after incorporation, the incorporators, or the then stockholders, may proceed with the election of a President, Vice-President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer, if they choose, to fill the positions of those same terms, to-wit: during the first year of the existence of the corporation, or until after their successors are elected and qualified. The number of directors and their terms of office and manner of election, as well as their duties, shall be prescribed in the By-laws of the company.

A majority of the directors present at the meeting duly and regularly called shall constitute a quorum, and a majority vote of directors present shall control.

The first meeting of the stockholders will be held at the office of the Corporation at 925 Martinique Drive, Merritt Island, FL 32953, on the 3rd day of January, 1997, and thereafter on the 1st Friday of January of each year unless changed by the By-Laws of this company.

All payments for stock shall be payable in lawful money of the United States of America; provided, however, that any designated portion of the stock shall be made payable in property, labor or services at a just valuation to be fixed by the incorporation or by the directors at a meeting called for such purpose. Property, labor or services may be also purchased or paid for with the capital stock at a just valuation of such property, labor or services to be fixed by the directors of the company, at a meeting called for such purpose. All stock issued shall be fully paid and nonassessable. Stock shall be transferable only in a manner prescribed in the By-Laws and every person becoming a stockholder by such transfer shall in proportion to his stock, succeed to all the rights and liabilities of the prior stockholder.

Immediately after the adjustment of the annual meeting of the stockholders, the directors shall hold their annual meeting for the election of officers and such other business as may properly come before this meeting. Meetings of the Board of Directors shall be held within or without the State of Florida, but meetings of the stockholders shall be held at the principal office of the corporation at 925 Martinique Drive, Merritt Island, FL 32953. This corporation may have such other places to transact business within or without the State of Florida as may be deemed desirable.

The amount of indebtedness or liability to which the corporation may, at any time, subject itself, shall be unlimited. The corporation shall adopt By-Laws for the government of its affairs not inconsistent with the Articles of Incorporation and the Laws of the State of Florida, which may be amended or replaced as provided by said By-Laws.

IN WITNESS WHEREOF, the subscriber hereby sets his hand and seal, this 12th day of December, 1996.

Signed, sealed, and delivered
in the presence of:

Edward L. Stahley
Witness

Patrick J. Lourcey
PATRICK J. LOURCEY

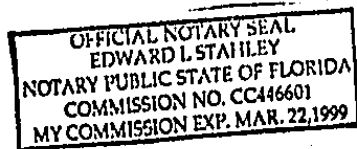
Valerie P. Righzi
Witness

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, a Notary Public, in and for the State of Florida,
At Large, personally appeared PATRICK J. LOURCEY known to be the
person who executed the foregoing Articles of Incorporation of P.
J. LOURCEY ENTERPRISES, INC., and he acknowledged before me that he
executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in said County and State, this 12th
day of December, 1996.

Edward L. Stahley
Edward L. Stahley
Notary Public - State of Florida
At Large
Commission No. CC446601
My commission expires: 3-22-99



ACKNOWLEDGMENT

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


PATRICK J. LOURCEY
Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT P. J. LOURCEY ENTERPRISES, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 925 MARTINIQUE DRIVE, MERRITT ISLAND, FL 32953 BREVARD COUNTY, STATE OF FLORIDA, HAS NAMED PATRICK J. LOURCEY, LOCATED AT 925 MARTINIQUE DRIVE, MERRITT ISLAND, FL 32953, ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

Patrick J. Lourcey
PATRICK J. LOURCEY

TITLE:

President

DATE:

12-12, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE.) CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

Patrick J. Lourcey
PATRICK J. LOURCEY

DATE:

12-12, 1996

FILED
96 DEC 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA