

99700000954

27 December 1996

Florida Division of Incorporation
New Filings Section
P.O. Box 6327
Tallahassee, Fl. 32314

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-01/02/97--01004--015
***122.50 ***122.50

Dear Sir(s):

Please process the enclosed Articles of Incorporation
and forward the certification to the following address:

John H. Outlan CPA PA
627 Weybridge Ct.
Lake Mary, FL 32746

EFFECTIVE DATE
1-1-97

Enclosed is a check for the initial organization fee in
the amount of \$122.50. Thank you for your assistance.

Cordially,

Cynthia M. Roberts

Cynthia M. Roberts
407-869-6299

FILED
97 JAN -6 PM 1:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

[Signature]
1/6/97

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act adopt the following articles of incorporation:

97 JAN - 6 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE ONE

NAME

The name of the corporation is Banner Works of Florida, Inc..

ARTICLE TWO

DURATION

This corporation shall commence existence as of the date of execution of these Articles. The term of existence shall be perpetual.

EFFECTIVE DATE
1-1-97

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 2500 shares, all of which shall be common shares with par value of \$1.00 per share.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his prorata share of any unissued or treasury shares of the corporation of the same kind, class of series as that which he already holds, and any securities of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued or treasury shares at the price at which it is offered to others (without the issuance of fractional shares).

ARTICLE SIX

RESTRICTION ON TRANSFER OF STOCK

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which such shares may be offered and resold shall be determined by an affirmative vote of 3/4 of the outstanding shares of this corporation.

ARTICLE SEVEN

REGISTERED OFFICE

The address of the initial registered office of the corporation is 385 Wekiva Cove Rd, Longwood, Florida 32779; and the name of the initial registered agent at such address is Cynthia M. Roberts.

ARTICLE EIGHT

INITIAL STOCK SUBSCRIPTIONS

The initial subscriber to the shares of stock of this corporation and the number of shares to which they have subscribed are as follows:

Cynthia M. Roberts President/Sec./Treas. 100 Shares

ARTICLE NINE

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors or Officers.

ARTICLE TEN

INCORPORATION

The name and address of the incorporator is:

Cynthia M. Roberts

385 Wekiva Cove Rd.

Longwood, Fl. 32779

ARTICLE ELEVEN

AMENDMENTS

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto but only by the majority vote of the shareholders.

ARTICLE TWELVE

PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office is 385 Wekiva Cove Rd, Longwood, Florida 32779 .

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 1 day of
January, 1997 .

Cynthia M. Kelly

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE
OFFICERS AND DIRECTORS.

The following is submitted, in compliance with Chapter
48.091, Florida Statutes:

Banner Works of Florida, Inc.
a corporation organizing under the laws of the state of
Florida with its principal office at 385 Wekiva Cove Rd,
Longwood, Florida 32779 has named Cynthia M. Roberts
located at 385 Wekiva Cove Rd, Longwood, Florida
32779 as its agent to accept service of process within
the State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep an office open during prescribed hours; to post my name (and any other officer of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Cynthia M. Roberts

Registered Agent

97 JAN -6 PM 1:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED