

P 97 0000 16430

LAW OFFICES
S. CRAIG WAKEFIELD
PROFESSIONAL ASSOCIATION
1400 West Oak Street, Suite A
Kissimmee, Florida 34741

S. CRAIG WAKEFIELD*
*Also Admitted Nebraska & Iowa

(407) 846-7113

MAILING ADDRESS
Post Office Box 421408
Kissimmee, Florida 34742-1408
TELECOPIED NUMBER
(407) 846-3385

February 12, 1997

Florida, Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

600002096666--3
-02/25/97--01069--001
***122.50 ***122.50

RE: LION SAINTS, INC.
(Our File No.: 605487.00)

Dear Sir/Madam:

Enclosed herewith is the original and a copy of the Articles of Incorporation for the above-referenced corporation. Please file the original, indicate the filing date on the copy and return the copy to our office.

Additionally, I am enclosing our firm check in the amount of \$122.50, which represents the fees and charges for filing the Articles of Incorporation.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Very truly yours,

Renet McCall

Renet McCall
Secretary to
S. Craig Wakefield

rm
Enclosures

600002096666
FEB 20 1997

W 97-4134
497 923.3

FILED
FEB 17 AM 10:19
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1997

S CRAIG WAKEFIELD ESQUIRE
P O BOX 421408
KISSIMMEE, FL 34742-1408

SUBJECT: LION SAINTS, INC.
Ref. Number: W97000004136

We have received your document for LION SAINTS, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

YOU LISTED TWO PRINCIPAL ADDRESSES.,

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 597A00009096

*Deleted
Principal*

ARTICLES OF INCORPORATION
OF
LION SAINTS, INC., A FLORIDA CORPORATION

FILED
97 FEB 17 AM 10:19
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be LION SAINTS, INC., a Florida Corporation, whose address is 2760 North Orange Blossom Trail, Unit 3, Kissimmee, Florida 34744.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State, Division of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 7,500 \$1.00 par value shares of common capital stock.

Articles Of Incorporation Of
LION SAINTS, INC., a Florida Corporation

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this

provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be One (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

SANTOS DELEON
641 Heraldo Court
Kissimmee, Florida 34758.

ARTICLE VIII. OFFICERS

The following individuals have been elected to the offices set opposite their names, to serve until their successors are elected and qualified:

President	SANTOS DELEON 641 Heraldo Court Kissimmee, Florida 34758
-----------	--

Articles Of Incorporation Of
LION SAINTS, INC., a Florida Corporation

Vice President GARRY ORTIZ
 1225 Bermuda Lakes Lane
 Apt. 101
 Kissimmee, Florida 34741

Secretary BRUNILDA DELEON
 641 Heraldo Court
 Kissimmee, Florida 34758

Treasurer SANTOS DELEON
 641 Heraldo Court
 Kissimmee, Florida 34758

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

1400 West Oak Street, Suite A
Kissimmee, FL 34741.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: S. CRAIG WAKEFIELD, ESQ.

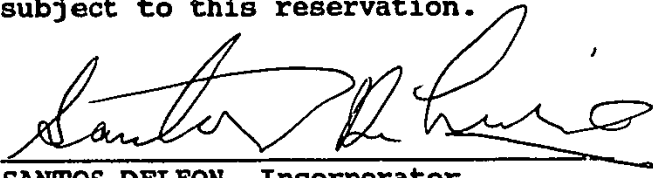
ARTICLE XI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

SANTOS DELEON
641 Herald Court
Kissimmee, Florida 34758.

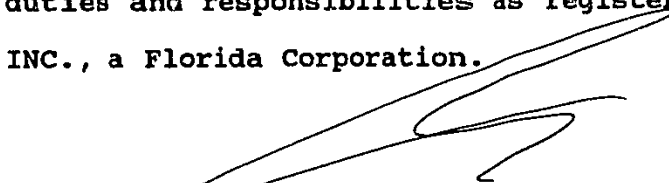
ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



SANTOS DELEON, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of LION SAINTS, INC., a Florida Corporation. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for LION SAINTS, INC., a Florida Corporation.



S. CRAIG WAKEFIELD, ESQ. - Registered Agent

STATE OF FLORIDA
COUNTY OF OSCEOLA

On February 10, 1997, S. CRAIG WAKEFIELD, ESQ., designated above as the individual who shall serve as the corporation's initial registered agent and SANTOS DELEON,

Articles Of Incorporation Of
LION SAINTS, INC., a Florida Corporation

incorporator, who are personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of LION SAINTS, INC., a Florida Corporation.

Dorenda Renet McCall
Notary Public



Dorenda Renet McCall
MY COMMISSION # CC520194 EXPIRES:
April 24, 2000
BONDED THRU TROY FAIR INSURANCE, INC

(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

FILED
97 FEB 17 AM 10:19
TALLAHASSEE, FLORIDA