

P97000024320



ACCOUNT NO. : 072100000032
REFERENCE : 296002 123630A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 MAR 17 PM 2:42
TALLAHASSEE, FL 32303

ORDER DATE : March 17, 1997

ORDER TIME : 12:53 PM

ORDER NO. : 296002-005

CUSTOMER NO: 123630A

CUSTOMER: Frank N. Crossland, Esq
FRANK N. CROSSLAND, P.A.

Suite 330
29605 U.S. Highway 19 North
Clearwater, FL 34621

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DOMESTIC FILING

NAME: EVOLUTION TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

K.R. MAR 18 1997

W97-6176

97 MAR 17 PM 2:02
RECEIVED
MAR 17 1997

634



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 17, 1997

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: EVOLUTION TECHNOLOGIES, INC.
Ref. Number: W97000006176

RESUBMIT

Please give original
submission date as file date.

We have received your document for EVOLUTION TECHNOLOGIES, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 297A00013441

RECEIVED
97 MAR 18 AM 10:36
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
of
EVOLUTION TECHNOLOGIES, INC.

97 MAR 17 PM 2:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent to contract, acting as incorporator for the purpose of organizing a corporation pursuant to Florida Statutes Chapter 607, the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article I. Name. The name of the corporation is:

EVOLUTION TECHNOLOGIES, INC.

Article II. Duration. The duration of existence of the corporation shall be perpetual.

Article III. Purposes. The purposes for which the corporation is organized are: To engage in and do any or all lawful acts or activities and to engage in and transact any or all lawful business permitted under the laws of the United States and the laws of the State of Florida.

Article IV. Authorized Stock. The corporation is authorized to issue One Thousand (1,000) shares of common stock of the par value of One Dollar (\$1.00) a share, all of one class, and having the aggregate par value of One Thousand Dollars (\$1,000.00).

Article V. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 3274 Haviland Court, Suite 303, Palm Harbor, Florida 34684. The name of the initial registered agent of the corporation at this office is James L. Bonta.

Article VI. Initial Board of Directors. The corporation shall have a board of directors which shall initially consist of one (1) individual. The number of directors may be increased or decreased from time to time by an amendment to, or in the manner provided in, the bylaws, provided that the number of directors shall not be less than one (1) individual at any time. The name and the address of the individual who shall serve as the initial director of the corporation are:

James L. Bonta
3274 Haviland Court, Suite 303
Palm Harbor, Florida 34684

Article VII. Incorporator. The name and the address of the incorporator are:

James L. Bonta
3274 Haviland Court, Suite 303
Palm Harbor, Florida 34684

Article VIII. Principal Office and Mailing Address. The initial principal office address of the corporation is: 3274 Haviland Court, Suite 303, Palm Harbor, Florida 34684. The initial mailing address of the corporation is: 3274 Haviland Court, Suite 303, Palm Harbor, Florida 34684. The corporation reserves the privilege of having branch or other offices at places within or outside the State of Florida.

Article IX. Powers. The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

Article X. Indemnification and Limitation of Liability.


(a) The corporation shall indemnify each past, present and future director and officer of the corporation (and his or her heirs and personal representatives) against any and all liabilities, judgments, penalties, fines, settlements and reasonable expenses (including attorney's fees) incurred by each director or officer in connection with or arising out of any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, in which such director or officer is or may be involved by reason of his or her having been a director or officer of the Corporation, to the fullest extent permitted by Florida law now or hereafter in force, and the corporation shall advance the reasonable expenses incurred by such director or officer to the fullest extent permitted by Florida law.

(b) To the fullest extent permitted by Florida law now or hereafter in force, no director or officer of the corporation shall be personally liable to the corporation or its stockholders for money damages resulting from his or her actions in his or her official capacity as a director or an officer. Any repeal, amendment or modification of the foregoing provision of this Article shall not adversely affect any right or protection of a director or an officer existing at the time of such repeal, amendment or modification.

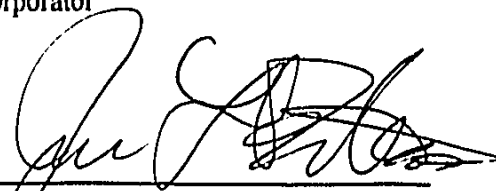
Article XI. Amendment of Articles. The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation,

or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, in the State of Florida, this 13th day of March, 1997.



James L. Bonta
Incorporator



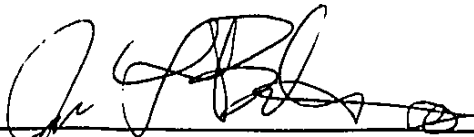
James L. Bonta
Registered Agent

Certificate Designating Registered Office and Registered Agent for Service of Process Within the State of Florida

In compliance with Florida Statutes sections 48.091, 607.0501 and 607.0505, the following is hereby submitted:

That Evolution Technologies, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, located at 3274 Haviland Court, Suite 303, Palm Harbor, Florida 34684, hereby designates and appoints James L. Bonta as its registered agent to accept service of process at the aforesaid address, which address is hereby designated as the corporation's registered address for service of process within the State of Florida.

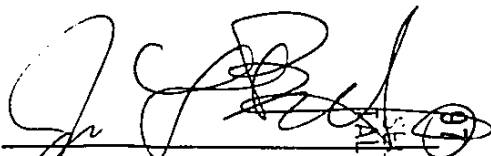
Executed in Clearwater, Florida, this the 13TH day of March, 1997.


James L. Bonta
Incorporator/Director

Acknowledgement and Acceptance

Having been designated as registered agent to accept service of process for the above named corporation, at the registered office of the corporation designated in the Articles of Incorporation and this Certificate, I hereby agree to act in this capacity, acknowledge that I am familiar with, and accept, the obligations of this position, and further agree to comply with the duties and obligations imposed by, and in accordance with, the laws of the State of Florida relative to the proper and complete performance of my duties in this capacity.

Executed in Clearwater, Florida, this the 13TH day of March, 1997.


James L. Bonta
Registered Agent

FILED
MAR 17 PM 2:42
CLERK OF DISTRICT COURT
PALM HARBOR, FLORIDA