

P 97.0000 39619

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002089141--1
-02/17/97--01044--008
****122.50 ****122.50

SUBJECT: *SAPPHIRE, INC.*

Enclosed is an original and one (1) copy of the articles of incorporation and a
check for: \$122.50

FROM:

NETWORK ACCOUNTING SERVICES
8800 - 133rd Avenue North, Suite 16
Largo, Florida 34643
(813)536-2088

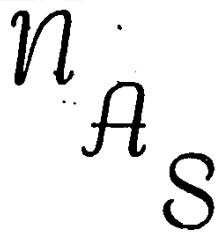
FILED
97 MAY -1 AM 10:34
TALLAHASSEE, FLORIDA

W 97-11240
502

97223370

P. CHANDLER

MAY 5 - 1997



Network Accounting Services, Inc.

8800 - 133rd Avenue North, Suite 16
Largo, Florida 33773
(813) 536-2088

May 1, 1997

Fla. Division of Corporations
Attn: Frieda Chesser
P.O. Box 6327
Tallahassee, FL 32314

RE: #W97000004240
Sapphire, Inc. now known as Sapphire Enterprises, Inc.

Dear Ms. Chesser:

Enclosed please find Article of Incorporation, Certificate of Designation and Transmittal Letter for the above new corporation. You have already received the check for \$122.50. Please expedite the processing of the Certificate of Incorporation and contact us when it has been sent to Mr. Howerter.

Thank you for your assistance.

Sincerley,

Charmaine Venne
Administrative Assistant
ALAN J. BENWARE, President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 21, 1997

NETWORK ACCTG SERVICES
8800 133 AVE NORTH STE 16
LARGO, FL 34643

SUBJECT: SAPPHIRE, INC.
Ref. Number: W9700004240

We have received your document for SAPPHIRE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 597A00009329

ARTICLES OF INCORPORATION OF

SAPPHIRE ENTERPRISES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SAPPHIRE ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**548 SANDY HOOK DRIVE
TREASURE ISLAND, FL 33706**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**L. MICHAEL HOWERTER
548 SANDY HOOK DRIVE
TREASURE ISLAND, FL 33706**

FILED
97 MAY -1 AM 10:34
TALLAHASSEE, FLORIDA

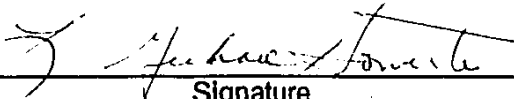
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

L. MICHAEL HOWERTER
548 SANDY HOOK DRIVE
TREASURE ISLAND, FL 33706

CORRECT SPELLING: L. MICHAEL HOWERTER

The undersigned incorporator(s) has(have) executed these Articles of Incorporation
this 13th day of February, 1997.



Signature

Signature

Signature

ARTICLES OF INCORPORATION

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

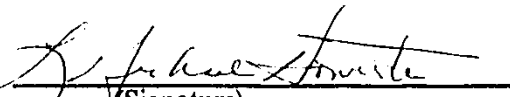
SAPPHIRE ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

L. MICHAEL HOWERTZER
548 SANDY HOOK DRIVE
TREASURE ISLAND, FL 33706

FILED
97 MAY -1 AM 10:34
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. If further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent


(Signature)
