



P 97000061099

ACCOUNT NO. : 072100000032

REFERENCE : 457593 82521A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 10, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 457593-005

CUSTOMER NO: 82521A

CUSTOMER: Alan B. Almand, Esq
NEWTON & ALMAND

10192 San Jose Boulevard

Jacksonville, FL 32257

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-07/10/97--01065--014
****122.50 ****122.50

DOMESTIC FILING

NAME: LEERS, 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: Stephanie Stscherban
EXAMINER'S INITIALS:

FILED
97 JUL 10 AM 11:55
STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL 10 AM 11:24
DIVISION OF CORPORATION

Handwritten initials and scribbles

88 JUL 10 1997
97-1582



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: LEERS, INC.
Ref. Number: W97000015992

RESUBMIT

Please give original
submission date as file date.

We have received your document for LEERS, 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 REGISTERED OFFICE LISTED IN YOUR DOCUMENT MUST BE CONSISTENT.,

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 997A00035638

97 JUL 11 AM 11:28
RECEIVED



RECEIVED

97 JUL 11 AM 9:58
FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

July 11, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

RESUBMIT
Please give original
submission date as file date.

We have received your document for LEERS, 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):

You failed to make the correction(s) requested in our previous letter.

THE REGISTERED OFFICE LISTED IN YOUR ARTICLES OF INCORPORATION MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00035787

EFFECTIVE DATE
7/8/97

ARTICLES OF INCORPORATION

OF

LEERS, INC.

FILED
97 JUL 10 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

ARTICLE I

Name

Section 1.1. Name. The name of the corporation is Leers, Inc.

ARTICLE II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock.

The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

Principal Office

The principal office and mailing address of the corporation is 1515 Sadler Road, Fernandina Beach, Florida 32034.

ARTICLE VI

Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 1515 Sadler Road, Fernandina Beach, Florida 32034, and the name of the initial registered agent of this corporation is Laurence Michael,

ARTICLE VII

Directors

Section 7.1. Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than two.

Section 7.2. Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
Laurence Michael	2907 Park Square Place Fernandina Beach, Florida 32034
Edith Michael	2907 Park Square Place Fernandina Beach, Florida 32034

Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Bylaws

Section 8.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

Laurence Michael

2907 Park Square Place
Fernandina Beach, Florida 32034

IN WITNESS WHEREOF, the incorporator has executed these Articles the 8th day of July, 1997.



LAURENCE MICHAEL

STATE OF FLORIDA

COUNTY OF ~~DUVAL~~ Nassau

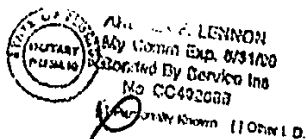
The foregoing instrument was acknowledged before me this 8th day of July, 1997, by **Laurence Michael**. He is personally known to me.



Notary Public, State of Florida

Print Name:

My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.0501, the following is submitted:

Leers, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates Laurence Michael its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1515 Sadler Road, Fernandina Beach, Florida 32034.


LAURENCE MICHAEL

Dated: July 24, 1997

Having been named to accept service of process for the above stated 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.


LAURENCE MICHAEL

Dated: July 27, 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 10 AM 11:56

FILED