



THE UNITED STATES
CORPORATION
COMPANY

P97000069222

ACCOUNT NO. : 072100000032

REFERENCE : 491945 12088A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 11, 1997

ORDER TIME : 8:45 AM

ORDER NO. : 491945-005

CUSTOMER NO: 12088A

CUSTOMER: Thomas F. Kerney, Esq
THOMAS F. KERNEY, ESQ

Suite 210
1516 East Hillcrest Street
Orlando, FL 32803

FILED
97 AUG 11 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-08/11/97--01066--006
*****70.00 *****70.00

DOMESTIC FILING

NAME: SEIDEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

RECEIVED
97 AUG 11 AM 10:37
DIVISION OF CORPORATION

SN AUG 11 1997

ARTICLES OF INCORPORATION
OF
Seidel, Inc.

FILED
97 AUG 11 AM 11:24
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this Corporation is:

Seidel, Inc.

The address of the principal office and the mailing address of the Corporation is 2821 Falling Tree Circle, Orlando, FL 32837.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock having a par value of ONE CENT (\$.01) per share.

ARTICLE IV - TERM OF EXISTENCE

The corporate existence shall commence on the date of signing of these Articles and shall continue perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2821 Falling Tree Circle, Orlando, FL 32837, and the name of the initial registered agent of this Corporation at that address is Jon Mills.

ARTICLE VI - DIRECTORS

There shall be two (2) members of the initial Board of Directors of the Corporation. The number of persons constituting the Board of Directors may be increased or decreased from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director. Any vacancy in the Board of Directors, however created, may be filled and any additional directors may be elected by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy. The names and addresses of the persons who will serve as Directors until the first election thereof are as follows:

Jon Mills
2821 Falling Tree Circle
Orlando, FL 32773

Charles Premone
7550 Exchange Dr.
Orlando, FL 32809

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII - AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator signing these Articles is:

Jon Mills
2821 Falling Tree Circle
Orlando, FL 32837

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1st day of August, 1997.



Jon Mills

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial registered agent of Seidel, Inc.



Jon Mills

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TALLAHASSEE, FLORIDA