

P97.000082158

TRANSMITTAL LETTER

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

SUBJECT: Carmen Systems, Inc.

I enclose an original and one copy(ies) of the
Articles of Incorporation for the above corporation and a
check in the amount of \$ 122.50.

Kenneth E. Capitano

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-09/22/97--01086--007
***122.50 ***122.50

From: Kenneth E. Capitano
Name
56 Huntmaster Court
Address
Ormond Beach Florida 32174
City State Zip
(904) 677-5981
Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 10:01
16-333

ARTICLES OF INCORPORATION

OF

Carmen Systems, Inc.

ARTICLE I NAME

The name of the corporation shall be:

Carmen Systems, Inc.

ARTICLE II PRINCIPAL OFFICE

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

56 Huntmaster Court

Ormond Beach, Florida 32174

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ARTICLE III CAPITAL STOCK

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

2000 at no par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Kenneth E. Capitano

56 Huntmaster Court

Ormond Beach, Florida 32174

ARTICLE V INCORPORATOR

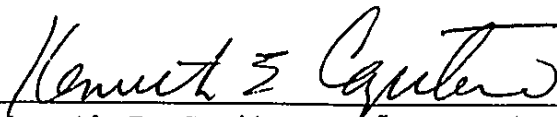
The name and street address of the incorporator to these
Articles of Incorporation is:

Kenneth E. Capitano

56 Huntmaster Court

Ormond Beach, Florida 32174

The undersigned has executed these Articles of Incorporation
this 18th day of September 1997.


Kenneth E. Capitano Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

Carmen Systems, Inc.

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

Kenneth E. Capitano

56 Huntmaster Court

Ormond Beach, Florida 32174

Signature: Kenneth E. Capitano

Title: Treasurer

Date: September 18, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I 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: Kenneth E. Capitano

Date: September 18, 1997

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