



THE UNITED STATES
CORPORATION
COMPANY

P97000098695

ACCOUNT NO. : 072100000032

REFERENCE : 606238 10690A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : November 19, 1997

ORDER TIME : 1:09 PM

ORDER NO. : 606238-005

CUSTOMER NO: 10690A

CUSTOMER: John L. Soileau, Esq
WATSON SOILEAU DELEO & BURGETT

Suite C
1970 Michigan Avenue
Cocoa, FL 32922

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-11/19/97--01081--012
*****70.00 *****70.00

DOMESTIC FILING

NAME: FARWIL, 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: Jon A Bowling

EXAMINER'S INITIALS:

RECEIVED
97 NOV 19 PM 2:01
DIVISION OF CORPORATION

Dmc 11/19/97

97 NOV 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
FARWIL, INC.

FILED
97 NOV 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Farwil, Inc. and its principal office is located at 5220 N. Atlantic Avenue, Cocoa Beach, Florida 32931.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Registered Office and Initial Registered Agent

The street address of the registered office of this corporation is 1970 Michigan Avenue, Bldg. C, Cocoa, Florida 32922.

The name of the initial registered agent of this corporation at that address is John L. Soileau.

Article VII Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws, but shall never be less than one. The name and address of the initial director of this corporation are:

Francis Williams, 5220 N. Atlantic Avenue, Cocoa Beach, Florida 32931

Article VIII - Incorporator

The name and address of the person signing these articles is John L. Soileau, 1970 Michigan Avenue, Bldg. C, Cocoa, Florida 32922.

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.

Article X - Compensation of Directors

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

Article XI - Indemnification

The corporation shall indemnify any officer or director, or


any former officer or director, to the full extent permitted by law.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.


Article XIII - Acceptance of Registered Agent

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



John L. Soileau, Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of November, 1997.



John L. Soileau
Subscriber/Incorporator


ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 18th day of November, 1997, by John L. Soileau, who is personally known to me or who has produced _____

_____ as identification and who did not take
an oath.

Notary Public:


Name: Tonya L. Gosnell
State of Florida at Large (SEAL)
My Commission Expires:



TONYA L GOSNELL
My Commission CC548292
Expires May. 20, 2000