

P97000103883

Michael L. Hauser
1710 North Hercules Avenue
Suite 101
Clearwater, FL 33765

December 8, 1997

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

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-12/09/97--01067--017
****122.50 ****122.50

Dear Secretary Of State:

Please find enclosed three copies of the Articles of Incorporation for CPPS Corporation for certification and filing with your office.

Also find enclosed a check in the amount of \$122.50 to cover the various filing fees.

Please return a certified copy of the articles to me at the address above.

Sincerely,



Michael L. Hauser

FILED
97 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature
12/10/97

ARTICLES OF INCORPORATION
OF
CPPS CORPORATION

FILED
97 DEC -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.
NAME

The name of this corporation shall be CPPS Corporation.

II.
PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.
TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.
CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

VI.

INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The street address of the initial principal office and registered office of this corporation is 1710 North Hercules Avenue, Suite 101, Clearwater, Pinellas County, Florida 33765 and the name of the initial registered agent of this corporation at that address is Michael L. Hauser.

VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Michael L. Hauser

1710 North Hercules Avenue
Suite 101
Clearwater, FL 33765

VIII.

INCORPORATORS

The name and address of the person signing these Articles is:

Michael L. Hauser 1710 North Hercules Avenue
Suite 101
Clearwater, FL 33765

IX.

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

X.

AMENDMENT

The 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of December, 1997.

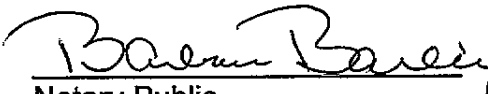


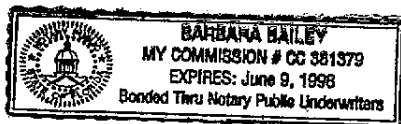
MICHAEL L. HAUSER

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared MICHAEL L. HAUSER, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 8th day of December, 1997.


Notary Public



WHO ARE/IS PERSONALLY KNOWN TO ME OR
WHO PRODUCED A FLORIDA DL AS ID AND
WHO DID NOT TAKE ANY OATH.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First--That CPPS CORPORATION desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the articles of incorporation
at City of Clearwater, County of Pinellas, State of Florida has named MICHAEL L.
HAUSER located at 1710 North Hercules Avenue, Suite 101, City of Clearwater,
County of Pinellas, State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provision of said Act relative to keeping
open said office.

By


MICHAEL L. HAUSER
REGISTERED AGENT

FILED
97 DEC -9 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA