

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JAN 27 AM 11:15

P98000008163

Cloud 99, Inc

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: LS

1/27/98

10:04

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

RP
01-27-98

ARTICLES OF INCORPORATION

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THE UNDERSIGNED acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

ARTICLE I: Name

The name of this corporation is:

CLOUD 99, INC.

ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

ARTICLE III: Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV: Capital Stock

The amount of the total authorized stock of the corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share fully paid and non assessable. Stock may be issued by cash, property, labor services or good will, as may be determined by the Board of Directors. There will only be one class of stock, common stock, issued with full voting powers. No other class of stock will be issued. There will be no preemptive rights for any stockholder.

ARTICLE V: Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation are as follows:

WILLIAM DAVID WILKERSON
9544 Mariners Cove Lane, Fort Myers, Florida 33919

The mailing address and office of the corporation is the same:

ARTICLE VI: Initial Board of Directors

The corporation shall have two directors initially. The number of directors may be either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial director(s) of this corporation are:

Name	Address
WILLIAM DAVID WILKERSON	9544 Mariners Cove Lane Fort Myers Fl 33919
JUDITH E. WILKERSON	9544 Mariners Cove Lane Fort Myers Fl 33919

ARTICLE VII: Initial Officers

Name	Address	Title-Office:
WILLIAM DAVID WILKERSON	9544 Mariners Cove Lane Fort Myers Fl 33919	President
JUDITH E. WILKERSON	9544 Mariners Cove Lane Fort Myers Fl 33919	Secretary, Treasurer

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation is:

Name	Address
WILLIAM DAVID WILKERSON	9544 Mariners Cove Lane Fort Myers Fl 33919

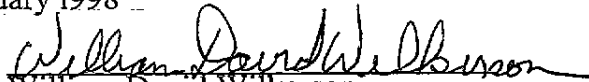
ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.

ARTICLE X: Amendment of Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 26 day of January 1998


William David Wilkerson
Incorporator

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority personally appeared WILLIAM DAVID WILKERSON,
() who is personally known to me, OR
(x) who provided Concealed Weapon or Firearm License as identification, and who did not
take an oath; to me known to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged to and before me that he executed such instrument.

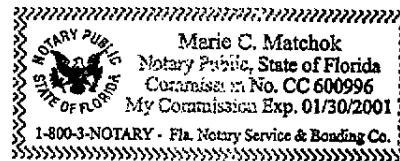
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of
January, 1998.


Notary Public

My Commission Expires:

(SEAL)

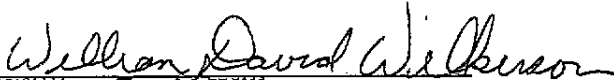
1-30-2001



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That CLOUD 99, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 9544 Mariners Cove Lane, the City of Fort Myers, State of Florida, has named WILLIAM DAVID WILKERSON located at 9544 Mariners Cove Lane, Fort Myers, State of Florida, as its agent to accept service of process within Florida.


William David Wilkerson,
Corporate Officer

President
Title

January 26, 1998
Date

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.


Registered Agent

January 26, 1998
Date

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