

CAPITAL CONNECTION, INC.

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

P98000010851

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB -3 PM 3:17

000002420090--9
-02/03/98--01068--011
****131.25 ****131.25

5340, Inc.

RECEIVED
98 FEB -3 PM 1:21
DIVISION OF CORPORATION

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- 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 _____

RP
02-03-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB -3 PM 3:17

ARTICLES OF INCORPORATION

OF

**5340, INC., a
Florida corporation**

ARTICLE I

Name

1.1. The name of the corporation is **5340, INC.**

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 7500 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders of each class at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 5959 Central Avenue, Suite 201, St. Petersburg, Florida 33710, and the name of the initial registered agent of this corporation is Leonard S. Englander, Esq.

ARTICLE VII

Principal Office and Mailing Address

7.1 The initial principal office of this corporation is located at 5959 Central Avenue, Suite 201, St. Petersburg, Florida 33710, and the corporation's initial mailing address shall be P.O. Box 47428 St. Petersburg, FL 33743-7428.

ARTICLE VIII

Initial Board of Directors

8.1 This corporation shall have one (1) director.

8.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

8.3 The name and address of the initial director of this corporation is:

LEONARD S. ENGLANDER
5959 CENTRAL AVENUE, SUITE 201
ST. PETERSBURG, FL 33710

ARTICLE IX

Incorporators

9.1 The name and address of the persons signing these Articles are the Corporation's existing shareholders:

LEONARD S. ENGLANDER

ARTICLE X

Indemnification

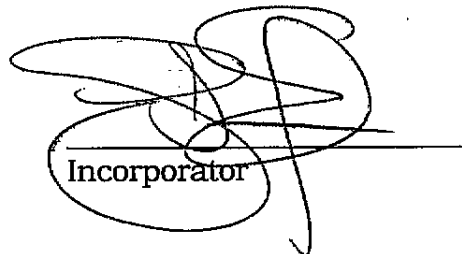
10.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE XI

Amendment

11.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on February 2, 1998.


Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged before me this 2 day of February, 1998, by LEONARD S. ENGLANDER, who is personally known to me or

who has produced _____ as identification and who ~~did~~
(did not) take an oath.



Patricia A Gauss

My Commission CC679254

Expires September 10, 2001

Patricia A Gauss

Name:

NOTARY PUBLIC

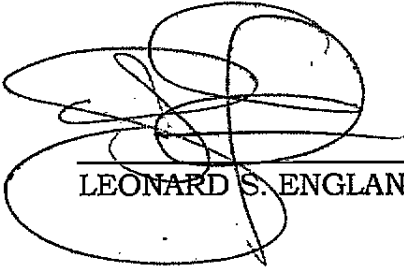
State of Florida at Large (Seal)

Comm. No.:

My Commission Expires:

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for **5340, INC.**, at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

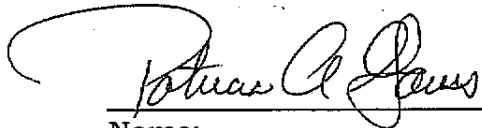

LEONARD S. ENGLANDER

STATE OF FLORIDA
COUNTY OF PINELLAS

SWORN TO AND SUBSCRIBED before me this 2 day of February, 1998, by LEONARD S. ENGLANDER, who is personally known to me or who has produced _____ as identification and who ~~did~~ (did not) take an oath.



Patricia A Gauss
My Commission CC879254
Expires September 10, 2001


Name:
NOTARY PUBLIC
State of Florida at Large (Seal)
Comm. No.:
My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -3 PM 3:17