

Waterview Press



Publishers

P 98000013297

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169 West Broadway • Oviedo, Florida 32765

FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 6, 1998

The Secretary of State  
Division of Corporations - Corporate Filing  
P.O. Box 6327  
Tallahassee, Florida 32314

700002425027--9

-02/09/98--01052--015

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Reference: Waterview Press, Inc.

Enclosed are two copies of the Articles of Incorporation for Waterview press, Inc., a new Florida corporation. We do not require a certified copy. Also enclosed is my personal check for \$70 for the filing fee. Thank you kindly for your attention to this matter.

Sincerely,

Stephen M. Combs  
Publisher

FILED  
98 FEB -9 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P. Hall

FEB 10 1998

ARTICLES OF INCORPORATION  
OF  
WATerview PRESS, INC.

FILED

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The undersigned subscribers to these Articles of Incorporation, all natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE: NAME**

The name of this corporation is Waterview Press, Inc.

**ARTICLE TWO: NATURE OF BUSINESS**

This corporation is formed for the purpose of printing, publishing, related businesses and any other commercial activity allowed by law, and further exercise all those powers granted by Law, including but not limited to the following:

To have perpetual succession by its corporate name; to sue and be sued, complain, and defend in its corporate name all actions or proceedings; to have a corporate seal which may be altered at pleasure, and to use the same by causing it to a facsimile thereof to be impressed, affixed, or in any other manner to be reproduced; to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; to lend money to, and use its credit to assist its officers and employees in accordance with Florida Statutes; to purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interest in, or obligations of other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof; to make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge or all or any of its property, franchises, and income; to lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so lent or invested; to conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statutes, within or without this State; to elect or appoint officers and agents of the corporation and define their duties and fix their compensation; to make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the Laws of Florida, for the administration and regulation of the affairs of the corporation; to make donations for the public welfare or for charitable, scientific or educational purposes; to pay pensions and establish and carry out pension plans, retirement plans, benefit plans, and other

incentive and compensation plans for any or all of its directors, officers and employees, and any or all of the directors, officers and employees of its subsidiaries; to provide insurance for its benefit on the life of any of its directors, officers or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the shareholder's spouse or children; to be a promoter, incorporator, general or limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise; and to have and exercise all powers necessary or convenient to effect its purpose.

The corporation is intended to be governed under Section 1244 of the Internal Revenue Code.

#### **ARTICLE THREE: CAPITAL STOCK**

The maximum number of shares of common stock this corporation is authorized to have outstanding at any one time is 2,000 at \$1 par value, fully paid and non-assessable.

#### **ARTICLE FOUR: INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is \$1000.

#### **ARTICLE FIVE: TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE SIX: ADDRESS**

The initial principal office of this corporation is 169 West Broadway Street, Oviedo, Florida 32765. The Board of Directors may at any time move the principal office to any other address in the State of Florida.

#### **ARTICLE SEVEN: REGISTERED AGENT**

The initial registered agent is Stephen M. Combs, E.A., 169 West Broadway Street, Oviedo, Florida 32765.

#### **ARTICLE EIGHT: DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be increased by By-Laws adopted by the Stockholders, but shall never be less than one (1) nor more than seven (7).

#### **ARTICLE NINE: INITIAL DIRECTOR**

The name and address of the initial Director is:  
Stephen M. Combs, P.O. Box 2268, Winter Park, Florida 32790.

**ARTICLE TEN: SUBSCRIBERS**

The name and address of the subscriber of these Articles of Incorporation, the number of shares he agrees to take, and the value of the consideration therefor are:

Stephen M. Combs, P.O. Box 2268, Winter Park, Florida 32790, 1,000 shares, \$1,000.

**ARTICLE ELEVEN: AMENDMENT**

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 entitled to vote thereon, unless all the directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE TWELVE: INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are: Stephen M. Combs, Post office Box 2268, Winter Park, Florida 32790.

Filed this Sixth Day of February 1998

*Stephen M. Combs*

*Feb 6*

Stephen M. Combs  
Incorporator

Date

**Acceptance of Registered Agent**

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.

*Stephen M. Combs*

*Feb. 6, 1998*

Stephen M. Combs  
Registered Agent

Date

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