

STEVEN A. SPENCER & ASSOCIATES
ACCOUNTANTS

1900 East Robinson Street
Orlando, Florida 32803
FAX (407) 898-6460
(407) 894-0081

P98000021005

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

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-03/04/98--01039--012
****122.50 ****122.50

Gentlemen,

Enclosed are the Articles of Incorporation for:
JOHN SMITH ENTERPRISES, INC.

Also enclosed is a check for \$122.50 for the following fees:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	<u>\$52.50</u>
Total Fee Due	\$122.50

Sincerely


Steven A. Spencer

FILED
98 MAR -4 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JP
3-5-98

ARTICLES OF INCORPORATION
OF
JOHN SMITH ENTERPRISES, INC.

FILED
98 MAR -4 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is:

JOHN SMITH ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and principal office of this corporation is: 1900 E. Robinson St.
Orlando, Florida 32803

The name of the initial registered agent of this corporation at that address is: Steven A. Spencer

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall initially have one director. The corporation may, by amendment to the By-laws, increase the Board of Directors to more than one. This is initially a one person corporation; provided, however, that by amendment to the By-laws, the number of officers, directors and stockholders may be increased. The name and address of the director of this corporation is:

John L. Smith
1702 Bonita Ave.
Orlando, Florida 32805

ARTICLE VI. INCORPORATORS

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

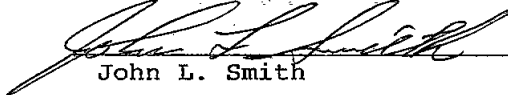
John L. Smith

1702 Bonita Ave.

Orlando, Florida 32805

ARTICLE VII. BY-LAWS

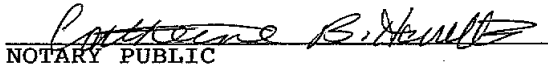
The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.


John L. Smith

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared John L. Smith, who is personally known to me as the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and who did not take an oath, and he or she acknowledged before me that he or she subscribed to those Articles of Incorporation and executed the same.

WITNESS my hand and official seal in the County and State named above, this 27 day of February, 1998.


NOTARY PUBLIC

Catherine B. Hamilton
Printed Notary Signature
My Commission Number: CC 489725
My Commission Expires: 8-20-99



CATHERINE B HAMILTON
My Commission CC489725
Expires Aug. 20, 1999

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

First - That JOHN SMITH ENTERPRISES, INC.,
desiring to organize under the laws of the State of Florida with
its initial registered and principal office at:

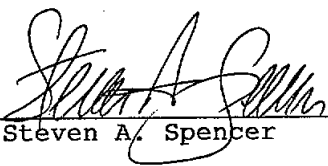
1900 E. Robinson St.

Orlando, Florida 32803

has named Steven A. Spencer, located at 1900 E. Robinson St.
Orlando, FL 32803, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT:

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

By: 
Steven A. Spencer
Registered Agent

FILED
MAR - 4 AM 11:18
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA