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CRAIG B. WARD

PROFESSIONAL ASSOCIATION

ATTORNEY AT LAW

OF COUNSEL

CHARLES D. MINER

BOARD CERTIFIED IN TAXATION

SUITE 501

105 EAST ROBINSON STREET

ORLANDO, FLORIDA 32801

TELEPHONE (407) 839-0222

FAX (407) 839-0577

EFFECTIVE DATE  
4-6-98

April 6, 1998

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-04/08/98--01021--004

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

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Incorporation of Hope International, Inc.

Ladies/Gentlemen:

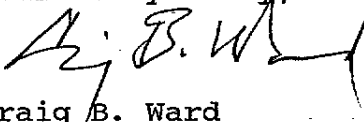
Enclosed for filing are Articles of Incorporation for Hope International, Inc., together with an additional copy of the Articles which I would appreciate your date stamping and returning to me. Please note that the effective date of incorporation is April 6, 1998.

This firm's check in the amount of \$70.00 is enclosed to cover the following costs:

Filing fee	\$35.00
Registered Agent filing fee	<u>\$35.00</u>
Total:	\$70.00

Please contact me immediately if anything further is required to complete this filing.

Yours very truly,

  
Craig B. Ward

FILED  
98 APR -8 AM 9:20  
TALLAHASSEE, FLORIDA

CBW/tb  
Enclosures  
cc: Ms. Carla M. Lim

CB  
4/8/98

EFFECTIVE DATE  
4-6-98

FILED  
98 APR -8 AM 9:20  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HOPE INTERNATIONAL, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida:

ARTICLE I  
NAME

The name of the corporation is HOPE INTERNATIONAL, INC.

ARTICLE II  
PRINCIPAL OFFICE

The principal office of the corporation shall be located initially at 8555 Lake Florence Boulevard, Orlando, Florida 32818.

ARTICLE III  
COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The corporation shall commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV  
GENERAL PURPOSE

The purposes for which the corporation has been formed are:

To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE V  
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to issue is 7500 shares of common stock having par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of the corporation shall be issued as "small business

corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the corporation shall be located at 105 East Robinson Street, Suite 501, Orlando, Florida 32801, and the initial registered agent of the corporation at such address shall be Craig B. Ward, Esq.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may thereafter be increased and decreased from time to time in accordance with the Bylaws of the corporation. The name and street address of the directors who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>
Carla M. Lim	8555 Lake Florence Boulevard Orlando, Florida 32818

**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
Carla M. Lim	8555 Lake Florence Boulevard Orlando, Florida 32818

**ARTICLE IX**  
**AMENDMENT**


These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

IN WITNESS WHEREOF, the undersigned, as incorporator,  
does hereby execute these Articles of Incorporation this 6<sup>th</sup> day  
of April, 1998.

Carla M. Lim [SEAL]  
CARLA M. LIM, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged  
before me this 6<sup>th</sup> day of April, 1998 by CARLA M. LIM, who is  
personally known to me, or who has produced  
Florida driver's license as identification.

 Craig B Ward  
My Commission CC658882  
Expires August 08, 2001

C. B. Ward  
Notary Public, State of Florida

FILED  
98 APR -8 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Craig B. Ward, Esq., do hereby agree to serve as the  
corporation's registered agent pursuant to Article VI of the  
foregoing Articles of Incorporation.

C. B. Ward [SEAL]  
Craig B. Ward, Esq.