

P 98000051780

WESLEY H DUPONT
 Requestor's Name
 810 BUENA VISTA DR
 Address
 TALLAHASSEE, FL 32304 (850) 561-3848
 City/State/Zip Phone #

FILED
 98 JUN 10 AM 10:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. SPLAT!, INC. (Corporation Name) _____ (Document #) _____
2. _____ (Corporation Name) _____ (Document #) _____
3. _____ (Corporation Name) _____ (Document #) _____
4. _____ (Corporation Name) _____ (Document #) _____

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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P. Hall JUN 10 1998

Examiner's Initials	
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ARTICLES OF INCORPORATION

OF

SPLAT!, INC.

FILED

98 JUN 10 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be SPLAT!, INC.

ARTICLE II

The general character of the business to be transacted by this corporation is:

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

To acquire by purchase, lease or otherwise, lands, and interests in lands and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or accepted by the corporation, buildings or other structures, public or private, with their appurtenances and to manage, operate, lease, rent, rebuild, enlarge, alter, or to improve any buildings or other structures, now or hereafter erected on any lands owned, held, or occupied and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved or unimproved, and any right or interest therein.

To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development, or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having no par value . Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the directors or stockholders of this corporation at any regular or special meeting.

The corporation may purchase its own shares of capital stock out of unreserved and unrestricted earned surplus available thereto and as otherwise provided by law, or as elsewhere stated in the bylaws. None of the holders of any stock of the corporation now or hereafter authorized shall have pre-emptive rights with respect to such stock. The Corporation shall have first right of refusal on stock of any withdrawing shareholder.

ARTICLE IV

The minimum amount of the capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The principal place of business of the corporation shall be 810 Buena Vista Drive, Tallahassee, Florida 32304.

ARTICLE VII

The names and addresses of the officers of this corporation, who, subject to the provisions of the Articles of Incorporation, and bylaws of this corporation, and the laws of Florida, shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
Robert Allen Lee	President	631 East Call Street, #516 Tallahassee, Florida 32301
Wesley H. Dupont	Secretary/Treasurer	810 Buena Vista Drive Tallahassee, Florida 32304

ARTICLE VIII

This corporation shall have not more than five (5) directors who shall be responsible for managing the affairs of the corporation. The initial directors who have been duly qualified and elected in accordance with the corporation's bylaws shall be those persons listed above in Article VII. The directors will be elected at the annual meeting of the corporation.

ARTICLE IX

The name and address of the subscribers of these Articles of Incorporation and the number of shares issued to each is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Robert Allen Lee	631 East Call Street #516 Tallahassee, Florida 32301	50
Wesley H. Dupont	810 Buena Vista Drive Tallahassee, Florida 32304	50

ARTICLE X

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (I) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

These Articles of Incorporation may be amended in the manner provided in the by-laws of this Corporation.

IN WITNESS THEREOF, We, the undersigned, being the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals, this 10th day of JUNE, 1998, for the purpose of forming this corporation to do business both within and without the State of Florida, and pursuant to the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.



ROBERT ALLEN LEE



WESLEY H. DUPONT

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of June, 1998, by Wesley H. Dupont, who is personally known to me.

WITNESS my hand and official seal in the State and County last aforesaid, this 10th day of June, 1998.

Lois Carolyn Gratton
Signature

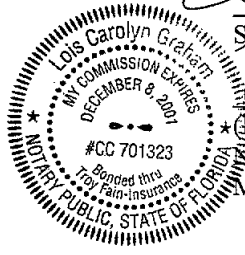
Lois Carolyn Gratton
(PRINT NAME)
NOTARY PUBLIC
MY COMMISSION EXPIRES:

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of June, 1998, by Robert Allen Lee, who is personally known to me.

WITNESS my hand and official seal in the State and County last aforesaid, this 10th day of June, 1998.

Lois Carolyn Gratton
Signature



Lois Carolyn Gratton
(PRINT NAME)
NOTARY PUBLIC
MY COMMISSION EXPIRES:

THIS INSTRUMENT PREPARED BY:
Harold M. Knowles, Esq.
Knowles, Marks & Randolph
215 South Monroe Street, Suite 130
Tallahassee, Florida 32301
(850) 222-3768

KMR/DOCS/ARTICLES.INC/PAINT.BAL/980320.CSH

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

98 JUN 10 AM 10:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is SPLAT!, INC.

2. The name and address of the registered agent and office is:

WESLEY H DUPONT
(NAME)

810 BUENA VISTA DR.
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

TALLAHASSEE FL 32304
(CITY/STATE/ZIP)

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.

Wesley H Dupont
(SIGNATURE)

6/10/98
(DATE)