

**DONALD B. SMITH**

**ATTORNEY AT LAW**

P.O. Box 144

150 S. Hwy. 17-92, Suite 3

DeBary, Florida 32713

Donald B. Smith  
Daphne K. Stonestreet

(407) 668-4451

Fax (407) 668-1938

**P98000052840**

June 8, 1998

Department of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

300002556573--7  
-06/11/98-01052--005  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation - 2,000 A.D., Inc.

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation and return a proof of filing to me in the enclosed envelope. If you have any questions, please do not hesitate to contact me.

Sincerely,

Daphne K. Stonestreet

DKS/ds  
Enclosure

FILED  
98 JUN 11 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T3  
6/12

98 JUN 11 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

OF

2 000 A.D., INC.

I, THE UNDERSIGNED, being natural person of legal age, do hereby desire to form a corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be 2 000 A.D., INC., a Florida corporation. The principal place of business of this corporation shall be 3003 Ash Park Point, Winter Park, Florida 32792.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers authorized or permitted by law or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation.

The name and number of shares of the shareholder of this corporation are as follows:

ADIL J. DEAN

500 shares

ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3003 Ash Park Point, Winter Park, Florida 32792, and the name of the initial Registered Agent of this corporation at that address is: ADIL J. DEAN.

ARTICLE VINITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than one member, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation.

The name and address of the members of the first Board of Directors who shall hold office until his successors are elected and qualified are:

ADIL J. DEAN

3003 Ash Park Point  
Winter Park, Florida 32792ARTICLE VIINCORPORATOR

The name and address of the Incorporator of this corporation are:

ADIL J. DEAN

3003 Ash Park Point  
Winter Park, Florida 32792ARTICLE VIIBY-LAWS

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


ARTICLE VIII  
INDEMNIFICATION

Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities including attorney fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a part or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a director, officer, employee or agent of the corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE IX  
AMENDMENT

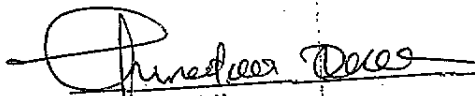
The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

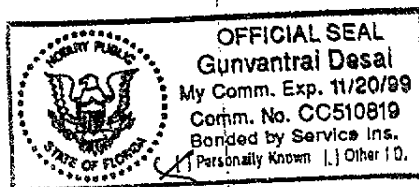
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 8 day of June, 1998.

  
\_\_\_\_\_  
ADIL J. DEAN

STATE OF FLORIDA  
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 8 day of June, 1998, by ADIL J. DEAN, who is personally known to me and who did take an oath.

  
Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING UPON WHOM  
PROCESS MAY BE SERVED

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that 2 000 A.D., INC., desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Winter Park, County of Seminole, State of Florida, has named ADIL J. DEAN, of 3003 Ash Park Point, Winter Park, Florida 32792, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-named 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.



ADIL J. DEAN  
Registered Agent

98 JUN 11 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED