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WILLIAM W. FERNANDEZ Attorney at Law

~~1389 EXXON MOBIL STREET, ORLANDO, FLORIDA 32801-2111, (407) 896-2211 FAX (407) 896-8175~~ • E-Mail: WFernandex@AOL.COM
250 Panama Road East, Winter Springs, FL 32708-3516 * (407) 696-5178 * (407) 699-6877

June 9, 1998

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

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-06/19/98--01035--001
*****70.00 *****70.00

RE: Incorporation of S.W.A.P., INC.

Dear Sirs:

Enclosed please find original Articles of Incorporation of S.S.I., Inc. together with our check # 3547 in the amount of \$70.00 to cover the following costs:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00

We do not want a certified copy of the Articles of Incorporation. However, we would request that you date stamp/clock in the enclosed copy of the Articles so that we will know the date of incorporation.

Please make your return to this office in the enclosed self-addressed stamped envelope.

Thank you for your courtesies in these regards.

Very truly yours,

LAW OFFICES OF
WILLIAM W. FERNANDEZ

BY:

Catherine D. McGann
CATHERINE D. MCGANN

Secretary to Mr. Fernandez

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF

S.W.A.P., INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be S.W.A.P., INC., and its principal place of business shall be at 1421 Hillway Road, Apopka, Florida 32703, but it may establish branch offices at any other points deemed advisable by its Board of Directors within the State of Florida.

ARTICLE II

The purpose or purposes for which the corporation is organized is to own & operate a real estate investment business & to otherwise engage or transact in any & all lawful activities or business & to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, & to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, & to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the State, territory, district, or possession of the United States, or by the foreign country.

ARTICLE III

This corporation shall have a perpetual existence.

ARTICLE IV

The business of the corporation shall be conducted by a President, Secretary &/or Treasurer, & a Board of Directors of one (1) or more members; but the number of Directors may be increased or decreased from time to time by the By-Laws of the company or by resolution of the Stockholders at any annual or special meeting.

Other offices may, in the same manner, be abolished or created, established and filled.

Any number of such offices may be held and filled by one and the same person.

All officers shall be elected by the Shareholders/Directors.

Any Directors shall be elected by the Stockholders at each annual meeting of the Stockholders which shall be held on the third Wednesday in the first month immediately following the tax year of the corporation, but the date of such annual meeting may be changed by the By-Laws or by Resolution adopted at any meeting of the Stockholders at any annual or special meeting.

ARTICLE V

The Shareholders shall meet to adopt By-Laws & until officers/agents or their successors shall have been elected or appointed & qualified, the business of the corporation shall be conducted by RICHARD T. SWANN.

ARTICLE VI

The initial number of shares of stock that are authorized to be issued & outstanding is one thousand (1,000) shares of capital.

stock. All stock shall be nonassessable, payable in lawful money of the United States of America, or in property, labor, or services at a just valuation to be fixed by the Shareholders of the corporation at the organizational meeting held after the granting of the charter herein applied for.

The capital stock of the corporation shall be sold, signed, issued and transferred only in accordance with the By-Laws.

ARTICLE VII

1. The corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he was or is a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding if he had no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the Corporation to procure a judgment in its favor, no indemnification shall be made in respect to any claim, issue, or

matter as to which such person is adjudged liable for one or more of intentional tort, negligence, or misconduct in the performance or non-performance of his duty to the Corporation unless, and only to the extent that, the Court in which such action or suit was brought determines, on application that despite the adjudication of liability, such person is fairly and reasonably entitled to indemnity in view of all the circumstances of the case. Determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere, or its equivalent, shall not in itself create a presumption that the party did not meet the applicable standard of conduct. Indemnification hereunder may be paid by the Corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the director, officer, employee, or agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the corporation as authorized in this section.

2. The Corporation may also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in the defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such director, officer, employee, or agent meet any appropriate standard of conduct.

3. The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

4. In addition to the indemnification provided for herein, the Corporation shall have power to make any other or further indemnification, except an indemnification against gross negligence or willful or intentional misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

5. If any expense or other amounts are paid by way of indemnification, otherwise than by Court order or action by the Stockholders, the Corporation shall, not later than the time of delivery to the Stockholders of written notice of the next annual meeting, unless such meeting is held within 30 days from the date of such payment, and, in any event, within 60 days from the date of such payment, delivered by mail to each Stockholder of record, a statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigation or a threatened litigation.

ARTICLE VIII

All of the issued and outstanding shares of the Corporation may be made subject to restrictions on their transferability or other restrictions by Agreement between the holders of such shares of the Corporation, in the event that there shall be more than one Shareholder and the parties (Shareholders) so agree. In the event that such an Agreement is created, a copy of such Agreement shall

be kept on file with the Secretary of the Corporation, and shall be subject to inspection by Stockholders of record of the Corporation at reasonable times and upon reasonable notice.

IX

The Shareholders of the corporation shall have preemptive rights & shall have the right to maintain their percentage ownership of stock for any newly authorized & issued stock of the Corporation on the same terms & conditions as offered to new Shareholders.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders, at a stockholders' meeting by at least 60% of the stock entitled to vote, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI


The names and addresses of the subscribers to the capital stock are: Walter E. Swann of 1421 Hillway Road, Apopka, FL 32703; and Richard T. Swann of 1417 Forest Hills Drive, Winter Springs, FL 32708.

ARTICLE XII

This corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has pursuant to Chapter 48.091 & 607.0501, Florida Statutes, named Walter E. Swann, 1421 Hillway Road, Apopka, FL 32703, as its agent to accept service of process within the State.

WE, the undersigned, being the original subscriber of the capital stock of S.W.A.P., INC., as herein set forth, do make & file these Articles of Incorporation, hereby declaring & certifying that the facts herein stated are true & that said certificate is made for the purpose of having a Corporate Charter issued.

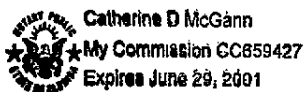

WALTER E. SWANN


RICHARD T. SWANN

STATE OF FLORIDA:
COUNTY OF SEMINOLE:

BEFORE ME, the undersigned authority, this day personally appeared WALTER E. SWANN and RICHARD T. SWANN who is personally known to me to be the person ~~or provided~~-----as identification who subscribed to & signed the above & foregoing Articles of Incorporation and who acknowledged for himself that he has made & subscribed the above & foregoing for the uses & purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 16th day of June, 1998.




NOTARY PUBLIC
My Commission Expires:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, and being familiar with the obligations of a registered agent, I hereby agree to act in this capacity, & agree to comply with the provisions of said Act relative to keeping open said office.


WALTER E. SWANN
Registered Agent

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