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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800002532278--4
-07/17/98-01086--009
*****70.00 *****70.00

SUBJECT: ATHENA INVESTMENTS, INC. ^{of Orlando}
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 70.00.

FROM:

Richard C. Schultz
ATHENA INVESTMENTS, INC.
Name (printed or typed)
1816 SUE ANN ST.
Address
ORLANDO, FL., 32817
City, State, & Zip
(407) 671-3094
Telephone Number

FILED
98 AUG -4 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~128 104 38~~

Note: Please provide the original and one copy of the Articles.

9484-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 22, 1998

RICHARD C. SCHULTZ
1816 SUE ANN ST.
ORLANDO, FL 32817

SUBJECT: ATHENA INVESTMENTS, INC.
Ref. Number: W98000016638

We have received your document for ATHENA INVESTMENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

John Nedeau
Document Specialist

Letter Number: 898A00038721

ARTICLES OF INCORPORATION

OF

ATHENA INVESTMENTS OF ORLANDO, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ATHENA INVESTMENTS OF ORLANDO, INC

The principal place of this corporation shall be:

1816 SUE ANN ST. ORLANDO, FL.,

ARTICLE II NATURE OF BUSINESS

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.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to, have outstanding at any one time is:

100,000

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation existence or until their successor(s) is (are) elected, is(are):

RICHARD C. SCHULTZ
1816 SUE ANN ST.

ORLANDO, FL., 32817

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: ATHENA INVESTMENTS OF ORLANDO, INC.

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

RICHARD C. SCHULTZ, JR.

1816 SUE ANN ST.

ORLANDO, FL. 32817

SIGNATURE

Richard C. Schultz, Jr.
(corporate officer)

TITLE

PRESIDENT

DATE

JULY 14, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE

Richard C. Schultz, Jr.
JULY 19, 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED