

P98000068/80

*Albion\*Orion, Inc.*

*494 Goldenmoss Loop*

*Ocoee, Florida 34761*

July 6, 1998

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

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-07/31/98--01015--017  
\*\*\*\*122.50 \*\*\*\*122.50

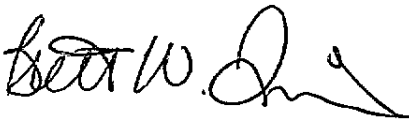
RE: **ALBION\*ORION, INC.**

Gentlemen,

Enclosed is a Certificate of Incorporation for the above named corporation, together with a check in the amount of \$122.50 to cover the cost.

Please file the Certificate of Incorporation and return a certified copy to the undersigned at the above refferenced address.

Sincerely,



Brett W. Quinn  
Enclosures

APPROVED  
AND  
FILED  
98 JUL 31 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK AUG 5 1998

# **ARTICLES OF INCORPORATION OF Albion\*Orion, Inc.**

I, the undersigned subscriber, a natural person, competent to contract, hereby form a corporation for profit under the provisions of Chapter 607, Florida Statutes, and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation.

## **I. NAME**

The name of the corporation shall be:  
Albion\*Orion, Inc.

## **II. TERM OF EXISTENCE**

The corporation shall have perpetual existence, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 607.

## **III. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is sales representation. The corporation may engage in any activity or business permitted under the laws of the United States of America, and of the State of Florida, including, but not limited to dealing in real, personal, or mixed property of any kind or description; dealing in stocks, bonds, mortgages, securities, notes and commercial papers of any kind; to purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall not purchase its own shares of capital stock except from a surplus of its assets over its liabilities including capital.

APPROVED  
AND  
FILED  
98 JUL 31 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **IV. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: One Thousand (1,000) shares of common stock having par value of ONE (\$1.00) DOLLAR per share.

#### **V. ADDRESS**

The initial address of this corporation as its principal office in the state of Florida is:

494 Goldenmoss Loop  
Ocoee, Florida 34761

#### **VI. DIRECTORS**

The number of directors of this corporation shall not be less than one (1) nor more than seven (7).

#### **VII. INITIAL DIRECTORS**

The name(s) and street address of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Brett W. Quinn	494 Goldenmoss Loop, Ocoee, Florida

All of said directors are of full age.

### **VIII. SUBSCRIBER**

The name and street address of the subscriber of these Articles of Incorporation is:

Brett W. Quinn                      494 Goldenmoss Loop, Ocoee, Florida

### **IX. SALE OF STOCK**

The stockholders may by law provisions or by stockholders agreement recorded in the minute book, impose such restrictions upon sale, transfer, or encumbrance of the stock of this corporation as they see fit.

### **X. COMPENSATION**

The directors, who are also officer of the corporation, are authorized to fix compensation for their services to be rendered as such officers.

### **XI. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

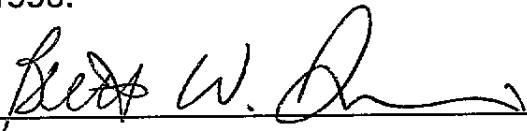
## **XII. DESIGNATION OF RESIDENT AGENT**

In pursuance of Chapter 48-091 Florida Statutes, Brett W. Quinn, whose address is at 494 Goldenmoss Loop, Ocoee, Florida 34761, is appointed resident agent of this corporation to accept service within this State.

IN WITNESS WHEREOF, the undersigned subscriber does hereby set his hand and seal this 14th day of April, 1998.



MAUREEN HIGGINS  
My Commission CC557478  
Expires May 27, 2000

  
Brett W. Quinn


*Maureen Higgins*  
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act;

First - Albion\*Orion, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Ocoee, County of Orange, State of Florida has named Brett W. Quinn, located at 494 Goldenmoss Loop, Ocoee, Florida 34761, its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named to accept service process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

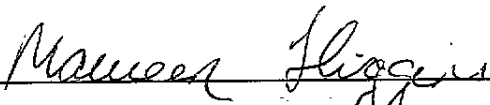


Brett W. Quinn

**STATE OF FLORIDA  
COUNTY OF ORANGE**

BEFORE ME, personally appeared Brett W. Quinn, to me well known to be the individual, or who showed me \_\_\_\_\_ as a form of identification and acknowledged before me that he/she executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state named above this  
28 day of ~~April~~, 1998.  
*July*

  
Notary Public, State of Florida at Large.

My commission expires: *May 27, 2000*



MAUREEN HIGGINS  
My Commission CC557478  
Expires May, 27, 2000

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA