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MELISSA D. MUNROE

Attorney at Law

120 EAST MAPLE STREET  
WINTER GARDEN, FLORIDA 34787  
(407) 654-4427  
(407) 656-0972 fax

REPLY TO:  
P. O. BOX 770791  
WINTER GARDEN, FLORIDA 34777-0791

July 28, 1998

Corporate Records Bureau  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

400002604094--8  
-07/31/98--01115--011  
\*\*\*122.50 \*\*\*122.50

*sales*  
RE: UNITEC, INC.

Dear Sir or Madame:

Enclosed herein is the duly executed original and a copy of the Articles of Incorporation of the proposed corporation UNITEC, INC., and a check in the amount of \$122.50 for payment of costs involved in filing this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the copy, certify and return said copy to this office at your earliest convenience.

Thank you so much for your assistance in this matter.

Very truly yours,



Melissa D. Munroe

~~98-17822~~  
enclosures

*Dmp*  
*8/5/98*

~~2544~~

FILED  
98 AUG 12 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 6, 1998

MELISSA D. MUNROE  
ATTORNEY AT LAW  
P.O. BOX 770791  
WINTER GARDEN, FL 34777-0791

SUBJECT: UNITEC, INC.  
Ref. Number: W98000017822

We have received your document for UNITEC, INC. and your check(s) totaling \$122.50. 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.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 398A00041061

*Attached is new - Unitec Sales, Inc.  
No corporations (active) with similar  
name.*

*Thanks,*

A handwritten signature in dark ink, appearing to be "MD", written over a horizontal line.

**ARTICLES OF INCORPORATION  
OF  
UNITEC SALES, INC.**

**FILED**

98 AUG 12 PM 1:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. - NAME**

The name of this Corporation is UNITEC SALES, INC.

**ARTICLE II. - DURATION**

This Corporation shall exist perpetually.

**ARTICLE III. - PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business or activities at any of its branches at one or more offices or agencies, both within and without the State of Florida, in any and all other states, territories and colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

**ARTICLE IV. - CAPITAL STOCK**

The amount of paid capital with which the Corporation will commence business is ONE HUNDRED and NO/100 (\$100.00) DOLLARS.

This Corporation is authorized to issue ONE HUNDRED (100) shares of Common Stock of ONE and NO/100 (\$1.00) DOLLARS per share par value which shall be designated Common Shares.

## **ARTICLE V. - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which the stockholder already holds, shall have the right to purchase a pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which the stock is offered to others.

## **ARTICLE VI. - BOARD OF DIRECTORS**

This Corporation shall be conducted and managed by THREE (3) Directors. The number of Directors may be fixed from time to time by the By-Laws of the Corporation but shall never be less than one.

The name and address of the initial Directors of this Corporation and their respective offices are:

**VERNON MATTHEW STEPHENSON.....President/Director**  
P.O. Box 1085, Ocoee, FL 34761  
**WILLIAM DWAYNE TORRES.....Treasurer/Director**  
P.O. Box 1085, Ocoee, FL 34761  
**DANNIE DAVID TORRES.....Secretary/Director**  
P.O. Box 1085, Ocoee, FL 34761

## **ARTICLE VII. - INCORPORATORS**

The names and place of residence of the original subscriber of the capital stock, numbers of shares subscribed and the value of the consideration therefor which subscribers agree to take are as follows:

**VERNON MATTHEW STEPHENSON, 619 Spratt Street, Waycross, GA 31501**  
50..... shares of stock at \$1.00 per share  
**WILLIAM DWAYNE TORRES, 7630 Florida Boys Ranch Road, Groveland, FL 34736**  
25..... shares of stock at \$1.00 per share  
**DANNIE DAVID TORRES, 7630 Florida Boys Ranch Road, Groveland, FL 34736**  
25..... shares of stock at \$1.00 per share

### ARTICLE VIII. - BY-LAWS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner as hereunder prescribed by statutes, and all rights conferred on Stockholders herein are granted subject to this reservation.

The undersigned, being the Original Subscribers to the capital stock hereinabove named, for the purpose of forming a Corporation to do business within the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and so respectively agree to take the number of shares of stock hereinabove set forth and accordingly have hereunto set my hand and seal, this 30TH day of June, 1998.

  
VERNON MATTHEW STEPHENSON

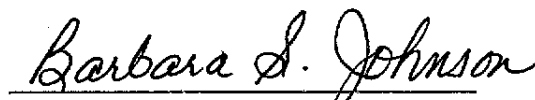
  
WILLIAM DWAYNE TORRES

  
DANNIE DAVID TORRES

STATE OF GEORGIA  
COUNTY OF WARE

I HEREBY CERTIFY that on this day, before me, personally appeared VERNON MATTHEW STEPHENSON, to me known or who has produced GEORGIA DRIVER'S LICENSE, and he acknowledges that he is the person who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this 30TH day of June, 1998.

  
Notary Public, WARE CO., GA.  
MY COMMISSION EXPIRES: 9/11/99

STATE OF FLORIDA  
COUNTY OF Orange

I HEREBY CERTIFY that on this day, before me, personally appeared **WILLIAM DWAYNE TORRES**, to me known or who has produced FLDL#T620924690880, and he acknowledges that he is the person who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this 14<sup>th</sup> day of ~~June~~ <sup>July</sup>, 1998.

  
Notary Public

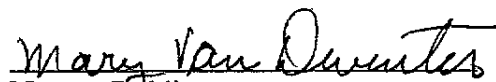


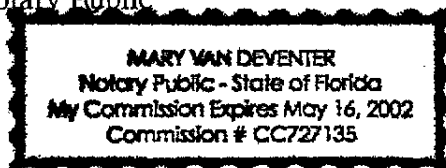
Theodore H. Van Deventer  
MY COMMISSION # CC664158 EXPIRES  
July 5, 2000  
BINDER THRU TROY PAW INSURANCE, INC.

STATE OF FLORIDA  
COUNTY OF Orange

I HEREBY CERTIFY that on this day, before me, personally appeared **DANNIE DAVID TORRES**, to me known or who produced FLDL#T620164431080, and he acknowledges that he is the person who made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal this 14<sup>th</sup> day of June, 1998.

  
Notary Public



**FILED**

**STATE OF FLORIDA  
DEPARTMENT OF STATE**

98 AUG 12 PM 1:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

UNITEC SALES, INC. is a Corporation organized under the Laws of the State of Florida and the following is submitted in compliance with Chapter 48.091, Florida Statutes.

The Principal Office of this Corporation is located in the City of Ocoee, County of Orange, State of Florida, its Post Office address is P.O. Box 1085, Ocoee, FL 34761, and has named DANNIE DAVID TORRES, 7630 Florida Boys Ranch Road, Groveland, FL 34736, as its Registered Agent to accept Service of Process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

  
DANNIE D. TORRES as  
Registered Agent