

P98000077865



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 944878 84505A

AUTHORIZATION : Patricia Pigot

COST LIMIT : \$ 70.00

ORDER DATE : August 28, 1998

ORDER TIME : 2:16 PM

ORDER NO. : 944878-005

CUSTOMER NO: 84505A

CUSTOMER: Mr. Michael Germino
INTEGRATED ACCOUNTING & TAX
SERVICES, INC.
921 East Klosterman Road
Tarpon Springs, FL 34689

DOMESTIC FILING

NAME: ~~C.E.W. ENTERPRISES, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

200002628142--6

CONTACT PERSON: Christopher Smith

2544
W98-19860

EXAMINER'S INITIALS:

g 9/9/98

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 28 PM 1:43

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DIVISION OF CORPORATION
98 AUG 28 PM 3:27



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 28 PM 1:43

August 31, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: C.E.W. ENTERPRISES, INC.
Ref. Number: W98000019860

RESUBMIT

Please give original
submission date as file date.

We have received your document for C.E.W. ENTERPRISES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 498A00044763

RECEIVED
98 SEP -9 PM 12:10
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
CLINT E. WILSON ENTERPRISES, INC.

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DIVISION OF CORPORATIONS
98 AUG 28 PM 1:43

Article I - NAME

The name of the corporation is CLINT E. WILSON ENTERPRISES, INC.

Article II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

CLINT E. WILSON ENTERPRISES, INC.
931 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

The name and street address of the Initial Registered Agent of this Corporation is:

MICHAEL GERMINO
921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

Article IV - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the applicable laws of the State of Florida, the United States, or any other county, state, territory or nation.

Article V - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **FIVE HUNDRED SHARES (500)** shares of common stock having **\$1.00 PAR VALUE**.

Article VI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article VII - OFFICERS AND DIRECTORS

This corporation shall have ONE director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The names and addresses of the initial director(s) are:

CLINT WILSON
PRESIDENT, VICE PRESIDENT
TREASURER, SECRETARY
931 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

Article VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article IX - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article XI - INCORPORATOR

The name and address of the incorporator(s) signing these articles of Incorporation are:

CLINT WILSON
PRESIDENT, VICE PRESIDENT
TREASURER, SECRETARY
931 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation on this _____ day of _____, 19 ____.

INCORPORATORS:

By: _____

CLINT WILSON

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CLINT WILSON - Personally known to me identified by a Florida Driver License # _____ executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto affixed my hand and seal, in the State and County aforesaid, this 21st day of August, 1998.

Joan Santelli

Notary Public for the
State of
My commission expires:



Joan Santelli
My Commission #CC464363
Expires May 16, 1999

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

Certificate of Registered Agent
of

CLINT E. WILSON ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 28 PM 1:43

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

921 EAST KLOSTERMAN ROAD
TARPON SPRINGS, FL 34689

has named **Michael Germino** located at the aforesaid address, as its **Registered Agent** to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of the position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Germino
Registered Agent