00008744/

ACCOUNT NO. : 07210000032

REFERENCE: 990938

80749A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE: October 9, 1998

ORDER TIME: 10:46 AM

ORDER NO. : 990938-005

CUSTOMER NO: 80749A

THE UNITED STATES CORPORATION

CUSTOMER: Michael P. Haymans, Esq

FARR FARR EMERICH SIFRIT AND

FARR FARR EMERICH SIFRIT AND

2315 Aaron Street

Port Charlotte, FL 33952

DOMESTIC FILING

NAME:

HAPPY HOME INVESTMENTS, INC.

EFFECTIVE DATE:

SARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

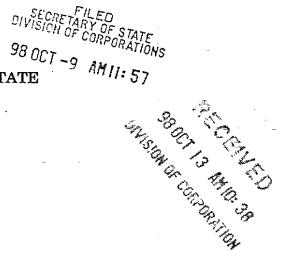
CONTACT_, PERSON: Janna Wilson

2514 W98-23073

EXAMINER'S INITIALS:

700002660347--5





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 9, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: HAPPY HOME INVESTMENTS, INC.

Ref. Number: W98000023073

We have received your document for HAPPY HOME INVESTMENTS, INC. and the authorization to debit your account in the amount of \$78.75. 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: 698A00050379

RESUBMIT

Please give original submission date as file date.

DIVISION OF CORPORATIONS

98 OCT -9 AM 11:57

ARTICLES OF INCORPORATION

OF

HAPPY Development, Inc.

ARTICLE I.

The name of this corporation is HAPPY Development, Inc. Its principal place of business is Charlotte County, Punta Gorda, Florida, and its mailing address is 1326 Wesley Drive, Unit 132, Punta Gorda, Florida 33950.

ARTICLE II.

This corporation shall have perpetual existence or shall exist until dissolved by operation of law.

ARTICLE III.

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1997), as amended from time to time and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607 (1997) as amended from time to time.

ARTICLE IV.

This corporation is authorized to issue ONE HUNDRED shares of common stock having a par value of \$1.00 each, all of which shall be fully paid and non-assessable.

ARTICLE V.

The street address of the initial registered office of this corporation is 115 West Olympia Avenue, Punta Gorda, Florida 33950, and the name of the initial registered agent of this corporation at that address is MICHAEL P. HAYMANS.

ARTICLE VI.

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VII.

The name and post office addresses of the initial board of directors, the president, vice-president, secretary and treasurer who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

| DIRECTORS | | <u>ADDRESS</u> | |
|-----------------|----------------|---|------|
| Markus Haueter | | General Ville Strasse 8706 Feldmeilen Switzerland | 76 |
| Rudolf Gillman | | Ischenstrasse 27 6376 Emmetten Switzerland | |
| <u>OFFICERS</u> | TITLE | ADDRESS | ٠ |
| Markus Haueter | President | General Ville Strasse 8706 Feldmeilen Switzerland | 76 |
| Rudolf Gillman | Vice President | Ischenstrasse 27 6376 Emmetten Switzerland | |
| Markus Haueter | Secretary | General Ville Strasse 8706 Feldmeilen Switzerland | 76 |
| Markus Haueter | Treasurer | General Ville Strasse 8706 Feldmeilen Switzerland | 76 · |

ARTICLE VIII.

The names and addresses of the incorporators are as follows:

<u>INCORPORATOR</u> <u>ADDRESS</u>

Michael P. Haymans 115 West Olympia
Punta Gorda, Florida 33952

ARTICLE IX.

The name and address of each subscriber to the shares of stock of the corporation and a statement of the number of shares of

stock which each agrees to take are as follows:

| NAME | NO. OF SHARES | ADDRESS | | |
|--|-------------------|--|--|--|
| Markus Haueter | 2 . | General Ville Strasse 76 8706 Feldmeilen Switzerland | | |
| Rudolf Gillman | ··· · -1 | Ischenstrasse 27 6376 Emmetten Switzerland | | |
| IN WITNESS WHEREOF, the undersigned, has made, subscribed | | | | |
| and acknowledged these <u>Ortober</u> , 1998. | e articles of ind | corporation, this 6 day of | | |
| | | Mich Hole tin | | |
| | MI | CHAEL P. HAYMANS | | |
| | | CORPORATOR | | |
| STATE OF FLORIDA COUNTY OF CHARLOTTE | | | | |
| The foregoing instrument was acknowledged before me this the | | | | |
| personally known to me | or who has produ | iced as | | |
| identification and who | o did take an oa | th. | | |
| My Commission Expires | | Targaret N. Luna | | |
| OFFICIAL NOTABVEFAL | No. | - | | |
| MARGARET A TERZA | Ty | ped/printed name of notary | | |
| CA EQMMISSION NO. CC77219 | 2 | rial Number, if any | | |
| The foregoing instrument was acknowledged before me this the day of (14000), 1998 by MICHAEL P. HAYMANS, who is personally known to me or who has produced as identification and who did take an oath. My Commission Expires: Notary Public/State of Florida OFFICIALNOTARYSEAL MARGARET A TEPTA | | | | |

CERTIFICATE

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



icorporator

Pursuant to Florida Statutes, Section 48.091 (1997), the following is submitted, in compliance therewith:

First: That, HAPPY Development, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, at City of Punta Gorda, County of Charlotte, State of Florida, has named:

MICHAEL P. HAYMANS

located at 115 W. Olympia Avenue, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

HAPPY Development, Inc.

Michael P. Haymans

ACCEPTANCE

Having been named to accept service of 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 law relative to keeping open said offige.

Wichael P. Haymans

Registered Agent /