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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: WARNER FOX SEELEY DUNGEY & SWEET, LLP

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NAME: SHELTON CORPORATION

AUDIT NUMBER.....H98000019250

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
SHELTON CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be: SHELTON CORPORATION.

ARTICLE II
ADDRESS OR PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the principal office and the mailing address of this corporation shall be: 300 Magnolia Oak Drive, Longwood, FL 32779.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock. This stock shall have unlimited voting rights and be entitled to receive the net assets of the corporation upon its dissolution.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1100 South Federal Highway,
Stuart, FL 34994.

The name of the initial registered agent of this corporation at that address is:

M. Lanning Fox

ARTICLE VII
DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three. The names and addresses of the initial Directors of this corporation are:

R. Douglas Shelton
5018 S.E. Driftwood
Stuart, FL 34997

Carol Shelton Aymar
300 Magnolia Oak Drive
Longwood, FL 32779

Donna Shelton
5048 S.E. Driftwood
Stuart, FL 34997

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these articles is:

M. Lanning Fox
1100 South Federal Highway
Stuart, FL 34994

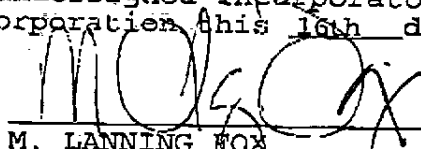
ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 16th day of October, 1998.


M. LANNING FOX

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, SHELTON ENTERPRISE OF STUART, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 16th day of October, 1998.


M. LANNING FOX
Registered Agent

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