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RICHARD S. BERGHOLTZ, P.A.

A Professional Association

Richard S. Bergholtz
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December 29, 1998

By Overnight Mail

Division of Corporations
ATTN: New Filings
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

**RE: Articles of Incorporation
SRS Enterprises of Central Florida, Inc.**

Dear Sir/Madam:

Enclosed please find the following items regarding the above-referenced matter:

1. Original executed Articles of Incorporation
2. Check in the amount of \$78.75 representing the following:
 - a) \$70.00 filing fee
 - b) \$8.75 certified copy fee
3. Self-addressed stamped envelope for returning the certified copy.

Upon receipt, please file the enclosed Articles. Please note that the corporation must be filed prior to the effective date of January 1, 1999, for tax purposes. Once filed, please return the copy in the envelope enclosed herein.

Thank you for your cooperation in this regard. If you should have any questions, please feel free to contact me at (407) 445-9111.

Very truly yours,

SHARON

DEC 30 1998

Gina H. Stoehr

Gina H. Stoehr, Paralegal
For the Firm

Gina H. Stoehr
Paralegal
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DEC 30 AM 10:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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*****78.75 *****78.75

EFFECTIVE DATE
1-1-99

ARTICLES OF INCORPORATION

OF

SRS ENTERPRISES OF CENTRAL FLORIDA, INC.

The undersigned incorporator (being the sole incorporator of the above-named corporation) hereby make, subscribe to, acknowledge, and file these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the Florida General Corporation Act, chapter 607, Florida Statutes.

ARTICLE I

The name of this corporation [hereinafter referred to as corporation] shall be SRS ENTERPRISES OF CENTRAL FLORIDA, INC. The corporation's principal business office shall be located at 7011 Grand National Drive, Orlando, Florida 32819.

ARTICLE II

The time and date on which corporate existence of this corporation shall begin is 12:01 a.m. (Eastern Standard Time) on January 1, 1999, and this corporation shall have continuous and perpetual existence thereafter.

ARTICLE III

The general purposes for which the corporation is initially organized are as follows:

- 1) To receive funds due under a Notes Receivable which is due to the corporation,
- 2) For the purpose of engaging in and transacting any and all lawful business.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares. These shall consist of one class only, and that class shall be known as

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
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"common shares" of the corporation. Each share shall have a par value of \$1.00 per share.

ARTICLE V

When a new issue of shares of the corporation is offered by it for sale in which the consideration to be paid for such issue is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his pro rata number of shares, or fraction thereof, at the price at which such newly issued shares are offered to sale to other persons.

ARTICLE VI

The street address of the initial registered office of the corporation shall be:

Richard S. Bergholtz, P.A.
22939 Wolf Branch Road
Sorrento, FL 32776

The name of the initial registered agent (who shall be located at such registered office shall be:

Richard S. Bergholtz, Esq.

To signify acceptance of appointment as registered agent, the registered agent named in this Article has signed these Articles pursuant to § 607.034, Florida Statutes.

ARTICLE VII

A) The number of directors who shall constitute the initial board of directors of the corporation shall be three. The name and street address of each person who is to serve as a member of the initial board of directors of the corporation shall be:

<u>Name of Director</u>	<u>Street Address</u>
Tammy SeRine Richardson	26100 Serenity Lane Howey-in-the-Hills, FL
Dennis W. Reineke	7011 Grand National Drive Orlando, FL 32819
Lance A. SeRine	7011 Grand National Drive Orlando, FL 32819

B) The number of directors may be increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C) Any director may be removed from office by the holders of a majority of the stock entitled to vote at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.

D) In the event one or more vacancies shall occur on the Board of Directors for any reason whatsoever, the vacancies shall be filled by the shareholders at the next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

E) Directors, as such, shall receive such compensation for their services, if any, as may be set by the shareholders at any annual or special meeting. The officers may authorize and require the payment of reasonable expenses, separate and distinct from compensation, incurred by the directors in the furtherance of their duties as directors.

F) Nothing in these articles shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

The name and street address of the incorporator of the corporation is:

Name of Director

Street Address

Dennis W. Reineke

7011 Grand National Drive
Orlando, FL 32819

ARTICLE IX

The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the shareholders of the corporation.

ARTICLE X

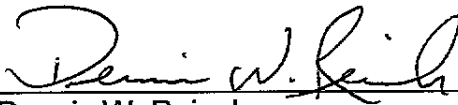
For the purposes of these Articles, the corporation's By-Laws, and all other corporate documents, the plural shall be interchangeable with the singular, and the masculine shall be interchangeable with the feminine, as the context shall require.

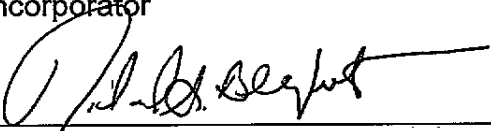
ARTICLE XI

This corporation reserves the right, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of the State of Florida, by these presents do hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the corporation and requests the Department of State of file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes. Accordingly, the undersigned incorporator

executed these Articles at Orlando, Orange County, Florida, this _____ day of December, 1998.

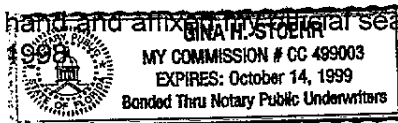

Dennis W. Reineke
As Incorporator



Richard S. Bergholtz, Esq.
As Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Dennis W. Reineke, as Incorporator, personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation freely and voluntarily under oath and for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 27th day of December, 1998.




Signature of Notary Public
State of FLORIDA

Print, Type, or Stamp
Commissioned Name/Notary Public

Personally Known X
Type of Identification Produced _____

Produced Identification _____

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard S. Bergholtz, Esq., as registered agent, personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation freely and voluntarily under oath and for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 27th day of December, 1998.

Gina H. Stoeck

Signature of Notary Public
State of FLORIDA



Print, Type, or Stamp
Commissioned Name/Notary Public

Personally Known X

Type of Identification Produced

Produced Identification

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said Act:

FIRST -- That **SRS ENTERPRISES OF CENTRAL FLORIDA, INC.**, desiring to organize under the
laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at
7011 Grand National Drive, Orlando, Florida 32819 (Orange County), has named Richard S.
Bergholtz, Esq., located at 22939 Wolf Branch Road, Sorrento, Florida 32776 (Lake County) as its
agent to accept service of process within this State.

ACKNOWLEDGMENT: 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 Act relative to keep open said office.

Richard S. Bergholtz

Richard S. Bergholtz
Resident Agent

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TALLAHASSEE, FLORIDA
OFFICE OF STATE