

P 99000000479

WALZER & ASSOCIATES, INC.  
A Professional Accounting Firm  
8301 Forest City Road  
Orlando, Florida 32810  
(407) 299-0086 FAX (407) 298-3849

December 29, 1998

500002728965--6  
-01/04/99--01062--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

SECRETARY OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: ADAMS CANVAS & MARINE, INC.

EFFECTIVE DATE  
12-29-98

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,

  
STEVEN H. WALZER  
Enrolled Agent

SHW/jdj  
Enclosures

FILED  
99 JAN -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JAN 5 1999

ARTICLES OF INCORPORATION

OF

ADAMS CANVAS & MARINE, INC.

FILED  
99 JAN -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE  
12-29-98

The name of this Corporation is ADAMS CANVAS & MARINE, INC. the address is  
810 East Wallace Street, Orlando, Florida 32809.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 29th day of December, 1998 with  
the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses  
permitted under the laws of the United States, the state of Florida, or any other state,  
country, territory, or nation.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 810 East Wallace Street, Orlando, Florida 32809 and the name of the initial registered agent of this Corporation at that address is CHRISTINE ADAMS.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are:

Christine Adams

President, Vice-President, Secretary & Treasurer

6318 Sunshine Street

Orlando, Florida 32818

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

Christine Adams

President, Vice-President, Secretary & Treasurer

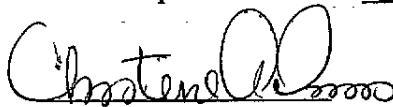
6318 Sunshine Street

Orlando, Florida 32818

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles Of Incorporation on this 29<sup>th</sup> day of December, 1998.

  
CHRISTINE ADAMS

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 29<sup>th</sup> day of December, 1998,

personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, Christine Adams, well known and known to be the person who executed the foregoing Articles of Incorporation, ADAMS CANVAS & MARINE, INC. and they acknowledged that they signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 29<sup>th</sup> day of December, 1998.

  
NOTARY PUBLIC-STATE OF FLORIDA



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

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is  
submitted:

First that ADAMS CANVAS & MARINE, INC. desiring to organize or qualify under the  
Laws of the State of Florida, its principal place of business in the City of Orlando, Florida  
Has named Christine Adams, 810 East Wallace Street, Orlando, Florida as its agent to  
accept service process within Florida.

  
CHRISTINE ADAMS

Date: 12/29/98

ACCEPTANCE

Having been named to accept service of process for the above – named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
CHRISTINE ADAMS

Date: 12/29/98

STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 29<sup>th</sup> day of  
December, 1998, in said County and State.

99 JAN -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

  
NOTARY PUBLIC - STATE OF FLORIDA



STEVEN H WALZER  
My Commission CC555960  
Expires Jul. 12, 2000