# P990000008664



56868-2854

OFFICE USE ONLY

800002757088--8 -01/28/99--01030--020 \*\*\*\*\*78.75 \*\*\*\*\*78.75

		************************************	*78.75 *****78.75
CORPORATION NAM	E(s) & DOCUMENT NUMB	ER(S) (if known):	
1. ToterB	er Systems	INC	99 J
(Corporati	on Name)	(Document #)	
2.		(Document #)	FIL PETAN SHASS
(Corporati	on Name)	(Document #)	SEE. FL
3. (Corporation Name)		(Document #)	ED PHIZ: 51
<b>4.</b>			22 55 55 55
	ion Name)	(Document #)	>
Walk in QP	ick up time 4,00	Certified Copy	·
Mail out	Will wait Photocopy	Certificate of Statu	ıs
NEW FILINGS	AMENDMENTS		· 7 ·
Profit	Amendment	LOF.	Parate
NonProfit	Resignation of R.A., Officer,	/Director	ر د ا.
Limited Liability	Change of Registered Agent		Liling
Domestication	Dissolution/Withdrawal		
Other .	Merger		99
		t v ·	
OTHER FILINGS	REGISTRATION/ QUALIFICATION		RECE JAN 28
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement		2 5 0
	Trademark	[	Talatala
CR2E031(10/92)	Other	Exam	niner's Initials 8 1000

# **ARTICLES OF INCORPORATION**

<u>OF</u>

# INTERBEV SYSTEMS, INC.

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such \*\* Corporation:

# ARTICLE I

# NAME OF THE CORPORATION

The name of this Corporation shall be INTERBEV SYSTEMS, INC.

# <u>ARTICLE II</u>

# **PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

99 JAN 28 PM I2: 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# <u>ARTICLE III</u>

#### **PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

# ARTICLE IV

#### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

Initial issue: 300 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

JOHN WELLS

One Hundred (100) Shares

BRENT G. MCBRIDE

One Hundred (100) Shares

GUY T. DYER

One Hundred (100) Shares

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

No Classes of Stock: The shares of the Corporation are not to be divided into classes.

#### ARTICLE V

# REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is

1255 Belle Avenue, #138, Winter Springs, Florida 32708 and the name of the initial registered agent at such address is JOHN WELLS.

# ARTICLE VI

# PRINCIPAL OFFICE

The Principal Office of the corporation shall be 1255 Belle Avenue, #138, Winter Springs, Florida 32708.

# ARTICLE VII

# **BOARD OF DIRECTORS**

This corporation shall have Three (3) Directors constituting the initial Board of Directors.

The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until their successors shall have been elected and qualified, is as follows:

<u>NAME</u>	ADDRESS
JOHN WELLS	1255 Belle Avenue, #138 Winter Springs, Florida 32708
BRENT G. MCBRIDE	2120 Las Palmas Circle Orlando, Florida 32822-7954
GUY T. DYER	4848 Pierce Arrow Drive Apopka, Florida 32712

# ARTICLE VIII

# **INCORPORATORS**

The name and address of the initial incorporator is as follows:

NAME

<u>ADDRESS</u>

JOHN WELLS

1255 Belle Avenue, #138 Winter Springs, Florida 32708

# ARTICLE IX

# PREEMPTIVE RIGHTS OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 27th day of January, 1999.

JOHN WELLS

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 27th day of January, 1999, by JOHN WELLS, who has produced a driver's license as identification or who is personally known to me.

STEVEN R. KUTNER
MY COMMISSION # CC 563737
EXPIRES: October 28, 2000
Bonded Thru Notary Public Underwritere

Steven R. Kutner, Notary Public Commission No. CC563737 My Commission Expires:

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That INTERBEV SYSTEMS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Winter Springs, Seminole County, State of Florida, has named JOHN WELLS located at 1255 Belle Avenue, #138, Winter Springs, Florida 32708 as its agent to accept service of process within this state.

# **ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: January 27, 1999

Jahn Welle JOHNWELLS

99 JAN 28 PM 12: 55
SECRETARY P. STATEA