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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 . Tallahussee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Dish Works, Inc	30000277149 8 -02/10/9901053- *****78.75 ****
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ARTICLES OF INCORPORATION

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<u>OF</u>

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DISH WORKS, INC.

The undersigned, acting as incorporators under the provisions of the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: DISH WORKS, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is ONE THOUSAND (1,000) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 4237 Atlantic Boulevard, Jacksonville, FL 32207. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two directors initially.

The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

<u>DIRECTOR</u> <u>ADDRESS</u>

DAVID EDWARDS 2149 Sadler Road Fernandina Beach, FL 32034

T. B. FARMAND 4237 Atlantic Boulevard Jacksonville, FL 32207

ARTICLE VIII. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

DAVID EDWARDS

President

2149 Sadler Road
Fernandina Beach, FL 32034

T. B. FARMAND Secretary 4237 Atlantic Avenue Jacksonville, FL 32207

ARTICLE IX. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: DAVID EDWARDS, 2149 Sadler Road, Fernandina Beach, FL 32034.

ARTICLE X. 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 stockholders, and approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote the stockholders.

EXECUTED this 9th day of February, 1999.

Incorporator: WESLEY R. POOLE 303 Centre Street, Suite 200 Fernandina Beach, FL 32034

By my signature below, I hereby accept appointment as the Designated Registered Agent of this corporation.

DAVID EDWARDS

2149 Sadler Road

Fernandina Beach, FL 32034

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