

Paul D. Byers

Requester's Name

1139 BAL HARBOR BLVD # 108

Address

Punta Gorda FL 33950

City/State/Zip

Phone #

100002775341--6

-02715/99--01081--008

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

99000 14997

CORPORATION NAME(S) AND DOCUMENT NUMBER(S), (if known)

1. _____ (Corporation Name) (Document #)

2. *William Northstar Corp.* (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

[Signature] 2/16

Examiner's Initials

ARTICLES OF INCORPORATION
OF
GUILLIAME NORTHSTAR CORP.

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The undersigned subscribers, and Paul D. Byers, natural persons competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE. Name.

The name of the proposed corporation is Guilliam Northstar Corp.

ARTICLE TWO. Nature of business.

The general nature of the business to be transacted by this corporation is as follows:

1. To establish, purchase, lease as lessee, or otherwise acquire, to own, operate, and maintain, and to sell, mortgage, deed in trust, lease as lessor, and otherwise dispose of retail stores or departments therein; to buy, sell, trade, manufacture, deal in, and deal with goods, wares, and merchandise of every kind, importer, and exporter; to acquire all such merchandise, supplies, materials, and other articles that shall be necessary or incidental to such business; and to have any and all powers above set forth as fully as a natural person, whether as principal agent, trustee, or otherwise.

2. To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all ways dispose of, design, develop, invest, improve, equip, repair, plant, cultivate, produce, copyright, publish, patent, market, and in all other ways deal in, and with property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money, credit, choses in action, securities, stocks, bonds, warrants, script, certificates and evidences of interest in or indebtedness or any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character or personal property, real property, and the products and avails thereof, and every character of interest therein and appurtenance thereto.

3. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE THREE. Capital stock.

The total number of shares of stock which the corporation shall have authority to issue is 500, which shall be common stock at a par value of \$1.00 each.

ARTICLE FOUR. Initial capital.

The amount of capital with which the corporation will begin business is \$500.00.

ARTICLE FIVE. Term of existence.

This corporation is to exist perpetually.

ARTICLE SIX. Registered office.

The initial principal office of the corporation shall be located at 1139 Bal Harbor Boulevard, #108, Punta Gorda, Florida 33950, and the initial registered agent shall be Paul D. Byers at 1139 Bal Harbor Boulevard, #108, Punta Gorda, Florida 33950.

ARTICLE SEVEN. Directors.

The number of the directors of this corporation shall be three (3).

The names and addresses of the members of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until his/her successors are elected or appointed and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul D. Byers	1139 Bal Harbor Boulevard #108 Punta Gorda, Florida 33950
William R. Gillespie	3002 Pellam Boulevard Port Charlotte, Florida 33948
Birute J. Gillespie	3002 Pellam Boulevard Port Charlotte, Florida 33948

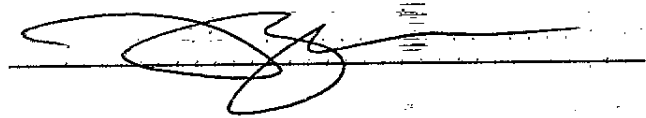
ARTICLE EIGHT. Subscribers.

The name and address of each subscriber is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul D. Byers	1139 Bal Harbor Boulevard #108 Punta Gorda, Florida 33950

ARTICLE NINE. Commencement.

This corporation shall begin its corporate existence on the 15th day of February, 1999.



Bernie Gillespie
6421078535128 3-12-99

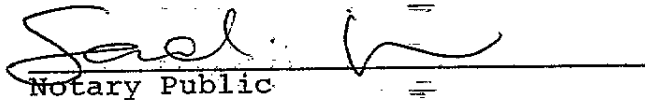
Wm. R. Gillespie
6421936490276 3-27-99

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me personally appeared Paul D. Byers, to me known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Feb. WITNESS my hand and official seal, this 12 day of 1999.

My Commission Expires: Oct 1, 2001


Notary Public

(AFFIX SEAL)

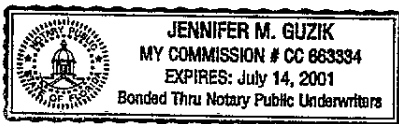
SANDI LEIGH VULGAMORE
Notary Public - State of Florida
My Commission Expires Oct 1, 2001
Commission # CC684872

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me personally appeared Birute J. Gillespie, to me known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 12th day of February, 1999.

My Commission Expires: 2/14/01



Jennifer M. Guzik
Notary Public

(AFFIX SEAL)

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me personally appeared William R. Gillespie, to me known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 12th day of February, 1999.

My Commission Expires: 2/14/01



Jennifer M. Guzik
Notary Public

(AFFIX SEAL)

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TALLAHASSEE, FLORIDA
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ACCEPTANCE

I, Paul D. Byers, with office at 1139 Bal Harbor Boulevard, #108, Punta Gorda, Florida 33950, hereby accept the foregoing designation as Registered Agent of Guilliame Northstar Corp.

WITNESS my hand and official seal this 12 day of Feb, 1999.

Paul D. Byers