

**TODD F. WALKER**  
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2/23/99

Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

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-02/26/99--01081--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
The Millennium Spirit, Inc.

Dear Secretary:

I enclose herewith an original and a copy of Articles of Incorporation for the above referenced corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	\$35.00
Registered Agent fee	35.00
	<u>\$70.00</u>

Please file the Articles of Incorporation and return a copy to this office.

Very truly yours,



Todd F. Walker

FILED  
99 FEB 26 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 2 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**THE MILLENNIUM SPIRIT, INC.**

The undersigned hereby organize a corporation for profit under the provisions of the Florida General Corporation Act, and pursuant to the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of this corporation is:

The Millennium Spirit, Inc.

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence, commencing upon filing.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue Two Million (2,000,000) shares of common stock with zero par value.

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99 FEB 26 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

### **Preferences, Privileges, Restrictions and Rights**

Each share of common stock confers the same rights and privileges as conferred by all other shares of common stock.

## **ARTICLE VI**

### **Preemptive Rights**

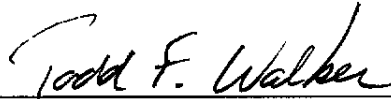
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price it is offered to others.

## **ARTICLE VII**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is: 442 W. Kennedy Blvd., Suite 200, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is: Todd F. Walker.

I hereby am familiar with and accept the duties and responsibilities as registered agent for The Millennium Spirit, Inc.



Todd F. Walker

## **ARTICLE VIII**

### **Principal Office and Mailing Address**

The street address of the principal office and mailing address of the corporation is:

The Millennium Spirit, Inc.  
442 W. Kennedy Blvd.  
Suite 200  
Tampa, Florida 33606

**ARTICLE IX**

**Initial Board of Directors**

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

**NAME**

**ADDRESS**

George M. Milner

412 Lakeview Drive  
Summerville, SC 29485

George F. Beech

1102 Palm View Ave.  
Belleair, FL 33756

Todd F. Walker

120 S. Hale Ave.  
Tampa, FL 33606

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TALLAHASSEE, FLORIDA

**ARTICLE X**

**Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**

**Amendment**

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

The undersigned subscriber hereby executes these Articles of Incorporation, this 23rd. day of February, 1999.



Todd F. Walker, Incorporator