

999000022188



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 161500 7101964

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizant*

ORDER DATE : March 9, 1999

ORDER TIME : 9:48 AM

ORDER NO. : 161500-005

CUSTOMER NO: 7101964

200002799492--8

CUSTOMER: Theodore D. Estes, Esq  
DIVINE & ESTES, P.A.  
DIVINE & ESTES, P.A.  
Suite 203  
24 South Orange Avenue  
Orlando, FL 32801

DOMESTIC FILING

NAME: ORLANDO 4 FREE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR -9 PM 1:00

*g* 3/10/99  
99 MAR -9 PM 11:36  
FILED

**ARTICLES OF INCORPORATION  
OF  
ORLANDO 4 FREE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR -9 PM 1:00

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be Orlando 4 Free, Inc.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - INITIAL PRINCIPAL OFFICE**

The initial principal office of the Corporation shall be located at 1314 W. Stetson Street, Orlando, Florida 32804.

**ARTICLE IV - PURPOSE**

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

**ARTICLE V - CAPITAL STOCK**

A. The minimum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be

conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be:

24 South Orange Avenue  
Suite 203  
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Theodore D. Estes.

#### **ARTICLE VII - INITIAL DIRECTORS AND OFFICERS**

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Robert F. DiCerbo	1314 West Stetson Street Orlando, FL 32804	President
Armando Diaz	5060 Rosemont Drive Orlando, FL 32808	Vice President
Nina Lupo	12525 Lynchburg Court Orlando, FL 32837	Secretary Treasurer

#### **ARTICLE VIII - INCORPORATOR**

The following is the name and street address of the Incorporator to these Articles of Incorporation:

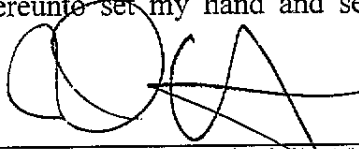
Theodore D. Estes  
24 South Orange Avenue, Suite 203  
Orlando, FL 32801

**ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8<sup>th</sup> day of

March, 1999.

  
\_\_\_\_\_  
(SEAL)  
Theodore D. Estes, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Theodore D.


Estes, to me known or provided \_\_\_\_\_ as identification, to

be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 8<sup>th</sup> day of

March, 1999.

(SEAL)

  
\_\_\_\_\_  
Notary Public  
Print Name: SANDRA BROWN  
My commission expires:  
Commission No.:



SANDRA D BROWN  
My Commission CC478504  
Expires Jul. 23, 1999  
Bonded by HAI  
800-422-1555

**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

FILED  
CLERK OF STATE  
CORPORATIONS  
99 MAR -9 PM 1:00

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, Orlando 4 Free, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, Theodore D. Estes, in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
THEODORE D. ESTES