

T 99000064708

WALZER & ASSOCIATES, INC.
A Professional Accounting Firm
8301 Forest City Road
Orlando, Florida 32810
(407) 299-0086 FAX (407) 298-3849

FILED

99 JUL 14 PM 2: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

7-9-99

July 09, 1999

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-07/14/99--01006--007
****122.50 *****78.75

RE: RIVER'S EDGE ENTERPRISES, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,


STEVEN H. WALZER
Enrolled Agent

SHW/jks
Enclosures

PH/
7/21/99

ARTICLES OF INCORPORATION

OF

RIVER'S EDGE ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE
7-9-99

The name of this Corporation is River's Edge Enterprises, Inc., the address is 2430 Dianjo Drive, Orlando, Florida 32810.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 9th day of July, 1999 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock that shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2430 Dianjo Drive, Orlando, Florida 32810, and the name of the initial registered agent of this Corporation at that address is LYNNE M. TRAVIS.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

LYNNE M. TRAVIS
President, Director
2430 Dianjo Drive
Orlando, Florida 32810

JOYCE L. SWANSON
Secretary, Treasurer, Director
2430 Dianjo Drive
Orlando, Florida 32810

CHARLES E. SWANSON
Vice President, Director
2430 Dianjo Drive
Orlando, Florida 32810

The names and addresses of the persons signing these Articles are:

LYNNE M. TRAVIS
President, Director
2430 Dianjo Drive
Orlando, Florida 32810

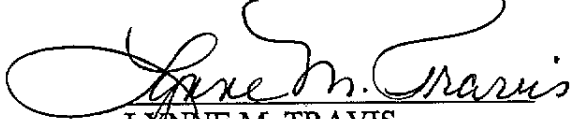
JOYCE L. SWANSON
Secretary, Treasurer, Director
2430 Dianjo Drive
Orlando, Florida 32810


CHARLES E. SWANSON
Vice President, Director
2430 Dianjo Drive
Orlando, Florida 32810

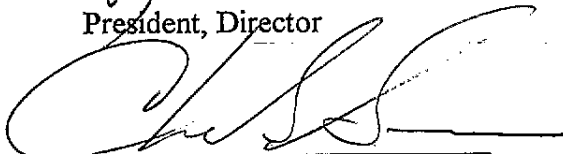
ARTICLE VII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles Of Incorporation on this 9th day of July, 1999.


LYNNE M. TRAVIS
President, Director


JOYCE L. SWANSON
Secretary, Treasurer, Director


CHARLES E. SWANSON
Vice President, Director

ACKNOWLEDGMENT

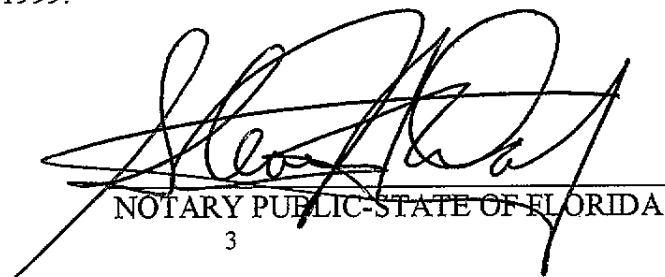
STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 9th day of July, 1999, personally appeared before me, the undersigned officers duly authorized to administer oaths and take acknowledgments, LYNNE M. TRAVIS, CHARLES E. SWANSON, & JOYCE L. SWANSON, well known and known to be the persons who executed the foregoing Articles of Incorporation, RIVER'S EDGE ENTERPRISES, INC., and they acknowledged that they signed and executed the same for the purpose therein stated. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 9th day of July, 1999.



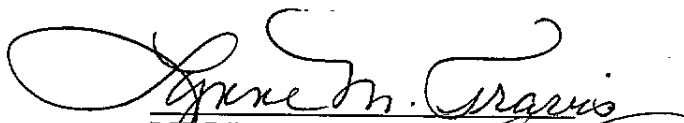
STEVEN H WALZER
My Commission CC555980
Expires Jul. 12, 2000


NOTARY PUBLIC-STATE OF FLORIDA


CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

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

First that RIVER'S EDGE ENTERPRISES, INC. desiring to organize or qualify under
the laws of the State of Florida, its principal place of business in the City of Orlando,
Florida has named LYNNE M. TRAVIS, 2430 Dianjo Drive, Orlando, Florida 32810 as
its agent to accept service of process within Florida.


LYNNE M. TRAVIS
President, Director

7-9-99
Date


CHARLES E. SWANSON
Vice President, Director

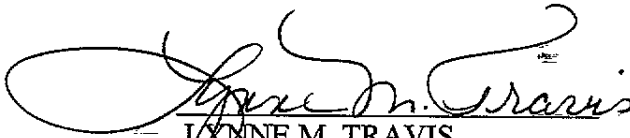
7-9-99
Date


JOYCE L. SWANSON
Secretary, Treasurer, Director

7/9/99
Date

ACCEPTANCE

Having been named to accept service of process for the above – named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


LYNNE M. TRAVIS
President, Director

7-9-99
Date

FILED
99 JUL 14 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 9th day of July, 1999, in said County and State.



STEVEN H WALZER
My Commission CC555980
Expires Jul. 12, 2000


NOTARY PUBLIC – STATE OF FLORIDA