

P990000068952

CAPITAL CONNECTION, INC.

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

Hemisphere Corporation

300002934453--5

-07/19/99--01042--013

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

RECEIVED
99 JUL 19 AM 10:48
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: DD

Name _____

Date 7/19

Time 10:00

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

EFFECTIVE DATE

LTD Partnership File _____

07-13-99

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 19 AM 7:14

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 19, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: HEMISPHERE CORPORATION
Ref. Number: W99000016560

We have received your document for HEMISPHERE CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 899A00036947

**ARTICLES OF INCORPORATION
OF
HEMISPHERE CORPORATION**

FILED

99 JUL 19 AM 7:14

The undersigned, acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of the Corporation and its business address shall be:

**HEMISPHERE CORPORATION
1535 Morningside Drive
Mount Dora, FL 32757**

**EFFECTIVE DATE
07-13-99**

**ARTICLE II
NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares of common stock which the Corporation shall have the authority to issue is ONE THOUSAND (1,000) which shall have a par value of ONE DOLLAR (\$1.00) each. Each share shall have one vote on all business affairs of the Corporation, as designated in the By-Laws.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually. The effective date of the corporation shall be the date of subscription and acknowledgement (notarization).

**ARTICLE V
OFFICERS & DIRECTORS**

**Donald T. Farmer
1535 Morningside Drive
Mount Dora, Florida 32757**

The Officers of this Corporation shall be the officers of President, Vice President, Secretary and Treasurer. The first Board of Directors, and designated Officers shall hold office for the first year

of existence of the Corporation or until their successors are elected, qualified and sworn to uphold the By-Laws of the Corporation.

ARTICLE VI
INCORPORATOR

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

Donald T. Farmer
1535 Morningside Drive
Mount Dora, Florida 32757

ARTICLE VII
BY-LAWS

The Board of Directors or their designees shall enact a set of By-Laws in which to govern the business affairs of the Corporation within three (3) months of the first Directors coming to office. Once ratified by a majority of all share holders, any change or amendment will require a majority vote of the voting shareholders attending the annual or special meeting called for this purpose.

ARTICLE VIII
AMENDMENTS

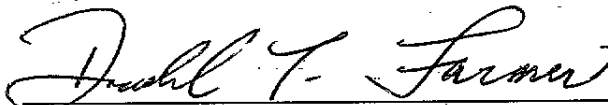
These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders meeting by majority of the stock entitled to vote thereon, unless all of thee shareholders sign a written statement manifesting their intention that a certain amendment of thee se Articles of Incorporation may be made.

ARTICLE IX
REGISTERED AGENT & ADDRESS

Donald T. Farmer
1535 Morningside Drive
Mount Dora, Florida 32757

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of July, 1999.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.



Donald T. Farmer
Incorporator/Registered Agent

FILED
99 JUL 19 AM 7:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA