

999000092029



ACCOUNT NO. : 072100000032

REFERENCE : 405897 5021572

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pajito

ORDER DATE : October 8, 1999

ORDER TIME : 8:52 AM

ORDER NO. : 405897-005

CUSTOMER NO: 5021572

700003010777--8

CUSTOMER: Ms. Jane Walker
GROCOCK & ABRAMSON
GROCOCK & ABRAMSON
Suite 200
126 East Jefferson Street
Orlando, FL 32801

DOMESTIC FILING

NAME: ~~WELCOME FLORIDA U.S.A., INC.~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 11 AM 9:38

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: Janna Wilson

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W95-238609
10/20/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 11 AM 9:38

October 11, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: WELCOME FLORIDA U.S.A., INC.
Ref. Number: W99000023360

We have received your document for WELCOME FLORIDA U.S.A., INC. .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

The name designated in your document is unavailable since it is the same as, or
it is not distinguishable from the name of an existing entity. Simply adding "of
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be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850)
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Pamela Hall
Document Specialist

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RESUBMIT
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ARTICLES OF INCORPORATION
OF
Sunworld U.S.A., Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 11 AM 9:38

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida Business Corporations Act.

ARTICLE I
Name of Corporation

The name of the corporation is:

Sunworld U.S.A., Inc.

ARTICLE II
Commencement of Business

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III
Purpose

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of Common Stock, par value \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors, and such consideration may consist of any intangible or tangible property or benefit to the corporation, with a value, in the judgment of the board of directors, deemed appropriate.

ARTICLE V
Term of Existence

This corporation is to exist perpetually.

ARTICLE VI
Principal Place of Business

The initial street address in this state of the principal office of this corporation is 9600 Highway 192 West, Clermont, FL 34711. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII
Incorporator

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
J. Bennett Grocock	126 E. Jefferson Street Orlando, FL 32801

The incorporator of this corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII
Initial Board of Directors

The corporation shall have four (4) directors initially. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Harvey Heuvel	9600 Highway 192 West Clermont, FL 34711
Betty Aalbregt	9600 Highway 192 West Clermont, FL 34711
Henk Van Dijk	9600 Highway 192 West Clermont, FL 34711
Steven I. Guicherit	9600 Highway 192 West Clermont, FL 34711

ARTICLE IX
Initial Registered Office and
Registered Agent

The initial designation of the registered office of this corporation is 126 E. Jefferson Street, Orlando, FL 32801, and the registered agent at this address is J. Bennett Grocock, P.A.

ARTICLE X
Amendments

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

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 30th day of September, 1999.


J. Bennett Grocock, Incorporator

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 11 AM 9:38

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Sunworld U.S.A., Inc. desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 126 E. Jefferson Street, Orlando, FL 32801, County of Orange, State of Florida, has named J. Bennett Grocock, P.A., City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

J. BENNETT GROCOCK, P.A.

By: J. Bennett Grocock
J. Bennett Grocock, President,
Registered Agent

forms/corp/Welcome Florida U.S.A. arts