

CT CORPORATION

P020000022316

FILED

02 FEB 27 PM 3:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

N21 Holdings, Inc.

200005024232--8

02/27/02 01052-015

*****70.00 *****70.00

200005024232--8

02/27/02 01052-016

*****8.75 *****8.75

<input checked="" type="checkbox"/> Profit <i>Articles</i>	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/27/02

Order#: 5152791

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

RECEIVED
02 FEB 27 PM 12:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN FEB 27 2002

**ARTICLES OF INCORPORATION
OF
N21 HOLDINGS, INC.**

FILED
02 FEB 27 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **N21 HOLDINGS, INC.** under the Florida Business Corporation Act ("Act"), does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is **N21 Holdings, Inc.** (the "Corporation").

ARTICLE II

Principal Office

The street address and mailing of the principal place of business of the Corporation is 280 Gulf Blvd., Bellair, Florida 33786.

ARTICLE III

Purpose

The Corporation is organized for the purpose of engaging in any lawful act, activity and/or business for which corporations may be organized under the Act.

ARTICLE IV

Authorized Capital

The aggregate number of shares that the Corporation shall have authority to issue is One Million (1,000,000) shares of capital stock, par value one-tenth of one cent (\$0.001) per share. The shares shall be designated as Common Stock and shall have identical privileges in every respect. Each share has one vote on each matter on which the share is entitled to vote.

ARTICLE V

Registered Agent

The address of the initial registered office of the Corporation is 1200 S. Pine Island Road, Plantation, Florida 33324 and the initial registered agent of the Corporation at such address is CT Corporation System.

ARTICLE VI

Initial Directors

The number of directors of this Corporation shall be as fixed from time to time by resolution of the Board of Directors in the manner provided in the Bylaws of the Corporation. The initial Board of Directors shall consist of two (2) persons, and the name and address of the persons who shall serve as the initial directors of the Corporation until the first annual meeting of the shareholders or until his or her respective successor shall have been elected and qualified is:

<u>Name</u>	<u>Address</u>
James Dornan	280 Gulf Blvd. Bellair, Florida 33786
Nancy Dornan	280 Gulf Blvd. Bellair, Florida 33786

ARTICLE VII

Indemnification

The Board of Directors of the Corporation, in its sole discretion, shall have the power, on behalf of the Corporation, to indemnify persons for whom indemnification is permitted by the Act, as amended, to the fullest extent permissible under the Act, as amended, or any similar provision of the Act, and may purchase such liability, indemnification and/or other similar insurance as the Board of Directors from time to time shall deem necessary or appropriate, in its sole discretion.

The Corporation may purchase and maintain liability, indemnification and/or other similar insurance on behalf of itself, and/or for any person who is or was a director, officer, employee or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise, against any liability asserted against and/or incurred by the Corporation or person serving in such a capacity or arising out of his/her/its status as such a person or entity, whether or not the Corporation would otherwise have the power to indemnify such person against that liability.

The power to indemnify and/or obtain insurance provided in this Article VII shall be cumulative of any other power of the Board of Directors and/or any rights to which such a person or entity may be entitled by law, the Articles of Incorporation and/or Bylaws of the Corporation, contract, other agreement, vote or otherwise.

ARTICLE VIII

Incorporator

The name and address of the incorporator is:

Name

Address

J. David Washburn

1717 Main Street, Suite 4100
Dallas, Texas 75201

IN WITNESS WHEREOF, I have hereunto set my hand, this 25th day of February, 2002.



J. David Washburn, Incorporator

**ACKNOWLEDGMENT AND ACCEPTANCE
BY REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:

CT Corporation System

By: 

Name: **Craig Carter**

Title: **Assistant Vice President**

FILED

02 FEB 27 PM 3:55

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**