

P97000106019

MARIECA M FRASER

Requestor's Name

2446 B Ryan Place.

Address

TALLAHASSEE, FL 32308

City/State/Zip

Phone #

668-3796

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

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-12/17/97--01077--002
****122.50 ****122.50

Walk in

Pick up time _____

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

FILED
97 DEC 17 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER DEC 17 1997

| | |
|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

ARTICLES OF INCORPORATION

FILED
97 DEC 17 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this Corporation shall be:
GRIFFITH BILLING CORPORATION, INC.

ARTICLE II: NATURE OF BUSINESS

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

ARTICLE III: TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which Corporate existence shall begin, will be the date of filling these Articles with the Secretary of State.

ARTICLE IV: CAPITAL STOCK

This Corporation is authorized to issue shares of stock as follows:

1. **Designation:** The stock of this Corporation shall be known as Common Stock.
2. **Authorized:** The maximum number of shares of Common Stock that this Corporation may issue is 1,000 SH.
3. **Consideration:** Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or in any combination of the foregoing. The judgement of the Board of Directors shall be conclusive as to the value of any such consideration.
4. **Non-Assessability:** Each Share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
5. **Par-Value:** Each Share of Common Stock shall have the par value of: One Dollar (\$1.00).
6. **Voting Rights:** Each Share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the Stockholders of the Corporation.
7. **Dividends:** Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purposes.
8. **Liquidation Rights:** Holders of Common Stock are entitled, in the event of liquidation or dissolution of this Corporation, to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE V: DIRECTORS

This Corporation shall have -1- Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial Director of this Corporation is:

Sylvia Griffith
6535 Parkview Drive
Suite F
Boca Raton, FL 33433

ARTICLE VI: PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office for this corporation will be the same as the mailing address. The address is:

6535 Parkview Drive
Suite F
Boca Raton, FL 33433

ARTICLE VII: INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE VIII: AMENDMENT

These Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

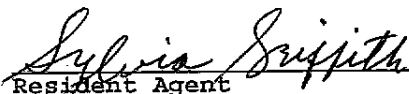
ARTICLE IX: RESIDENT AGENT

The undersigned individual shall be the Resident Agent for service of process in the State of Florida on behalf of the Corporation. The Resident Agent may resign at anytime and the Corporation may change its Resident Agent at anytime also.

RESIDENT AGENT: Sylvia Griffith
ADDRESS: 6535 Parkview Drive
Suite F
Boca Raton, FL 33433

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent of the above Corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Corporations Code pertaining to the duties and responsibilities of a Registered Agent.


Resident Agent

ARTICLE X: INCORPORATION

The name(s) of the person(s) executing these Articles of Incorporation is/are:

Sylvia Griffith - (President)

IN WITNESS WHEREOF, the undersigned Subscriber(s) has/have executed these Articles of Incorporation this 2nd day of December, 1997.


Sylvia Griffith - Subscriber

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TALLAHASSEE
FLORIDA