

Richard E. Herthneck Co., L.P.A.

ATTORNEY AND COUNSELOR AT LAW
304 PLAZA WEST BUILDING
20220 CENTER RIDGE ROAD
ROCKY RIVER, OHIO 44116
FACSIMILE (440) 356-6090

(440) 331-4660

February, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: SOUTHEAST REGIONAL PROMOTIONAL CLUB, INC.

Dear Sir/Madam:

Enclosed herewith please find an original and two (2) copies of the Articles of Incorporation regarding the above-captioned corporation for filing. I am also enclosing a check in the amount of \$70.00 to cover the cost of filing.

Please return the certified copies to my office upon filing.

Thanking you in advance for your handling of this matter.

Very truly yours,



Richard E. Herthneck

REH:md
Enclosures

Richard E. Herthneck Co., L.P.A.

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March 7, 2005

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Southeast Regional Promotional Club, Inc.
Ref. No.: W05000010261

Dear Sir/Madam:

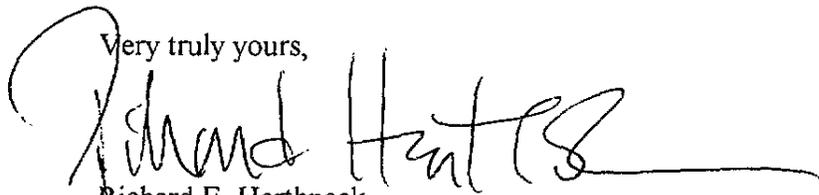
Enclosed please find the original and one (1) copy of the corrected Articles of Incorporation for the referenced entity for filing.

Per your instructions, also enclosed is a copy of your correspondence dated February 28, 2005.

Please advise should you need any additional information at this time.

Thank you for your cooperation.

Very truly yours,



Richard E. Herthneck

REH:lm

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 28, 2005

RICHARD E. HERTHNECK
20220 CENTER RIDGE ROAD
ROCKY RIVER, OH 44116

SUBJECT: SOUTHEAST REGIONAL PROMOTIONAL CLUB, INC.
Ref. Number: W05000010261

RECEIVED MAR 10 2005

We have received your document for SOUTHEAST REGIONAL PROMOTIONAL CLUB, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

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) 245-6052.

Carolyn Lewis
Regulatory Specialist II
New Filings Section

Letter Number: 005A00013877

RECEIVED
05 MAR 10 AM 11:12

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

05 MAR 10 PM 3:10
FILED

ARTICLE I NAME

The name of the corporation shall be:

Southeast Regional Promotional Club, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6414A 14th Street West
Bradenton, FL 34207

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The Club is comprised of independent distributors of Kirby cleaning systems. These "Members" fund the Club by overrides on their purchases of Kirby cleaning systems from the manufacturer. The Club holds these monies for the Members/Distributors and then releases monies to Members/Distributors who win contests, prizes or awards sponsored by all participating Members/Distributors in the Club.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors/Committee Members are appointed by the Members/Distributors based on criteria established by said Members/Directors, said criteria currently being those Members/Distributors that have met certain sales criteria including volume, increase in sales over the previous year and awards received by same.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s).

- Jim Chosie, 7611 Blueberry Rd., Powell, TN 37849 - Committee Member/Director
- Will Nelson, 913 N. Beal Pkwy. #B, Ft. Walton Beach, FL 32547 - Comm. Mem./Director
- Johnnie Dyar, 90A McKeough St., Saraland, AL 36571 - Committee Member/Director
- Abe Sharqawi, 1035 Blanding Blvd. #108, Orange Park, FL 32065 - Comm. Mem./Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

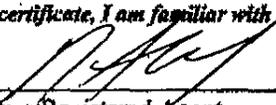
Raymond H. Miley, Jr., 6414A 14th Street West, Bradenton, FL 34207

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Raymond H. Miley, Jr., 6414A 14th Street West, Bradenton, FL 34207

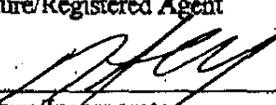
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

X 

Signature/Registered Agent

2/9/05

Date

X 

Signature/Incorporator

2/9/05

Date