

N96000002685

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

No 52504

RE: PYCC Council, Inc.

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () _____ pgs.		
SUBTOTALS		

SUBTOTALS

REQUEST TAKEN CONFIRMED APPROVED

DATE 7/21

TIME 9:30 CK No. _____

BY ST

WALK-IN
Will Pick Up _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF

PYCC COUNCIL, INC.
a Florida non-profit corporation

FILED
96 MAY 21 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, **ROBERT E. BURKE, JOHN W. SCHMIDT** and **THOMAS BURKE** subscribers to these Articles of Incorporation, being natural person(s) over the age of eighteen (18) years of age, competent to contract, hereby presents these Articles for the formation of a Nonprofit Corporation under the laws of the State of Florida.

**ARTICLE I.
NAME OF CORPORATION**

The name of the Corporation shall be **PYCC COUNCIL, INC.**

**ARTICLE II.
NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible by law.

**ARTICLE III.
PURPOSES**

The Corporation is organized, and shall be operated exclusively for, the following purposes:

3.1 To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limitation the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

3.2 To do such other things as are incidental to the purposes of the Corporation as necessary or desirable in order to accomplish them.

**ARTICLE IV.
LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance

of the purposes set forth in Article 3, above.

**ARTICLE V.
PRINCIPAL PLACE OF BUSINESS**

The principal place of business and initial registered office of the Corporation shall be as follows

5950 Pelican Bay Plaza, St. Petersburg, FL 33707

located in Pinellas County, Florida, but the Corporation shall have the power to establish branch offices and other places of businesses at such other place or places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VI. REGISTERED AGENT

The initial registered agent of the Corporation shall be the following named person at the following address:

NAME OF REGISTERED AGENT: DAVID A. BACON, ESQUIRE

ADDRESS OF REGISTERED AGENT: 2959 First Avenue North
St. Petersburg, FL 33713

ARTICLE VII. MEMBERS

The qualifications for members and the manner of their admission shall be regulated by the Bylaws of the Corporation.

ARTICLE VIII. BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is nine (9) members. The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

NAME	ADDRESS
Robert E. Burke, President	5921 Seabird Drive South Gulfport, FL 3377

J. W. Schmidt, Treasurer

5950 Pelican Bay Plaza, # 801
Gulfport, FL 33707

Thomas Burke, Vice President

5950 Pelican Plaza, PH2A
Gulfport, FL 33707

ARTICLE IX. OFFICERS OF CORPORATION

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees and may be removed by the Board of Trustees at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

NAME

ADDRESS

Robert E. Burke, President

5921 Seabird Drive South
Gulfport, FL 3377

J. W. Schmidt, Treasurer

5950 Pelican Bay Plaza, # 801
Gulfport, FL 33707

Richard Koslow, Secretary

5950 Pelican Plaza, # PH2D
Gulfport, FL 33707

Thomas Burke, Vice President

5950 Pelican Plaza, PH2A
Gulfport, FL 33707

Arthur A. Sommerville, Vice President

2775 Kipps Colony Drive
Gulfport, FL 33707

ARTICLE X. SUBSCRIBERS OF CORPORATION

The name and post office address of each subscriber to the Articles of Incorporation are as follows, to-wit:

NAME

ADDRESS

Robert E. Burke, President

5921 Seabird Drive South
Gulfport, FL 3377

J. W. Schmidt, Treasurer

5950 Pelican Bay Plaza, # 801
Gulfport, FL 33707

Thomas Burke, Vice President

5950 Pelican Plaza, PH2A
Gulfport, FL 33707

ARTICLE XI. DATE OF EXISTENCE

It is specified that the date when corporate existence of this Corporation shall commence is the date of filing by the Secretary of State of these Articles of Incorporation.

ARTICLE XII. BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

ARTICLE XIII. AMENDMENT OF ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLES XIV. INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

ARTICLE XV. NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation, under the laws of the State of Florida,
this 30th day of May 1996.

Robert E. Burke
ROBERT E. BURKE

J. W. Schmidt
J. W. SCHMIDT

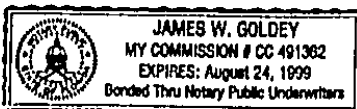
Thomas Burke
THOMAS BURKE

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, ROBERT E. BURKE, J. W. SCHMIDT and THOMAS BURKE, to me well known and known to be the persons described in and who executed the foregoing Articles of Incorporation, for and on behalf of said Corporation and under its corporate seal, and they acknowledged before me that they signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS MY HAND and seal at St. Petersburg, Pinellas County, Florida, this 30th day of May 1996.

My Commission Expires: Aug 24, 1999



James W. Goldey
Notary Public

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of PYCC COUNCIL, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 20 day of May, 1996.

David A. Bacon
DAVID A. BACON, ESQUIRE