

P00000017246
TRANSMITTAL LETTER

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

SUBJECT: PRO * EXECS., ASSOCIATES, INC.
(Proposed corporate name - must include suffix)

500003108925--8
-01/24/00--01134--007
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: PRO * EXECS., ASSOCIATES, INC.
Name (Printed or typed)

P.O. Box 10126
Address

DAYTONA BEACH, FLORIDA 32120-0126
City, State & Zip

904-749-9434
Daytime Telephone number

FILED
00 FEB 17 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~000-2567~~
NOTE: Please provide the original and one copy of the articles.

~~425, 1554, 4554~~

T BROWN FEB 17 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 28, 2000

PRO*EXECUTIVES, ASSOCIATES, INC.
P.O. BOX 10126
DAYTONA BEACH, FL 32120-0126

SUBJECT: THE PRO*EXECUTIVES, ASSOCIATES, INC.
Ref. Number: W00000002597

We have received your document for THE PRO*EXECUTIVES, ASSOCIATES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Article VII states there will be four director(s), whereas five is/are listed.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 900A00004257

ARTICLES OF INCORPORATION
OF
THE PRO*EXECUTIVES, ASSOCIATES, INC.

FILED
00 FEB 17 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME OF CORPORATION

The name of the corporation shall be: The Pro*Executives, Associates, Inc.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be to engage in any activity of business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand Five Hundred (1,500) shares of common stock having a par value of \$1.00 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other rights or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as herein above set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash: and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be inclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such

increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock in an amendment to its Certificates of Incorporation.

ARTICLE IV - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE V - PRINCIPAL ADDRESS

The principal address of the corporation shall be:

P. O. Box 10126, Daytona Beach, FL 32120-0126.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent are:

Charles J. Bryant, 581 ½ North Volusia Avenue, Pierson, FL 32180. I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

ARTICLE VII - BOARD OF DIRECTORS

- A. The initial number of directors of this corporation shall be five (5).
- B. The number of directors may either be increased or diminished from time to time by the By-Laws adopted by the shareholders, but shall never be less than five (5).
- C. Any director may be removed from office by a majority of the shareholders entitled to vote thereon at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.
- D. In case one or more vacancies shall occur in the Board of Directors by reason or death, resignation, removal or otherwise, the vacancies shall be filled by the shareholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancy.

ARTICLE VIII - INITIAL DIRECTORS AND MEMBERS

The names and addresses of the initial members of the Board of Directors and Officers, each to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:

BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Julio W. Holness	P. O. Box 10126 Daytona Beach, FL 32120-0126	President
Emory M. Counts	108 Big Ben Drive Daytona Beach, FL 32117	Vice President
Charles J. Bryant	P. O. Box 374 Pierson, FL 32180	Treasurer
Betty J. Holness	P. O. Box 10126 Daytona Beach, FL 32120-0126	Secretary

BOARD MEMBERS

Martha E. Roberts	800 S. Clara Avenue DeLand, FL 32720	Board Member
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ARTICLE IX - SUBSCRIBER TO ARTICLES

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws, may include, by unanimous decision of all of the shareholders, any regulatory or restrictive provisions regarding the sale, transfer or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders.

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 14 day of February, 2000.

Julio W. Holness
Incorporator

Emory M. Counts
Incorporator

Charles J. Bryant
Incorporator/Registered Agent

Betty J. Holness
Incorporator

Martha E. Roberts
Incorporator

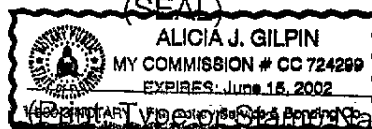
STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Julio W. Holness, Emory M. Counts, Charles J. Bryant, Betty J. Holness, Martha E. Roberts, known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged that they subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day
of February, 2000.

Alicia J. Gilpin
Notary Public - State of Florida

(SEAL)



(Print Name of Notary Public)
Commission No.: _____