

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO000000 42478

Prop Services & Collectibles

LEND

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****140.00 *****70.00

☒ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

☒ Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Return

Courier

RECEIVED
00 APR 27 AM 11:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 APR 27 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Requested by: LS

4/27/00 10:10

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED APR 27 2000

**ARTICLES OF INCORPORATION
OF
PROP SERVICES & COLLECTIBLES, INC.**

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of this corporation shall be **PROP SERVICES & COLLECTIBLES, INC.**

ARTICLE TWO

The term of existence of this corporation shall be perpetual.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation has authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) all of which shall be common shares with par value of ONE DOLLAR (\$1.00) per share.

ARTICLE FIVE

Authorized capital stock may be paid for in cash, services or property, at a just and fair value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or to acquire any unissued or treasury shares.

ARTICLE SIX

The name of the initial registered agent and the street address of the initial registered office of the corporation is:

Walter E. Smith
1301 - 4th Street, N.
St. Petersburg, FL 33701

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TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The street address of the principal office of the corporation is:

8449-A Boca Ciega Drive
St. Petersburg Beach, FL 33706

ARTICLE EIGHT

The name and address of the first Board of Directors are:

Michael G. Norton
8449-A Boca Ciega Drive
St. Petersburg Beach, FL 33706

ARTICLE NINE

The name and address of the incorporator of this corporation is:

Walter E. Smith
1301- 4th Street, N.
St. Petersburg, FL 33706

ARTICLE TEN

It is the intention of the incorporator of this corporation that the First Board of Directors adopt the Plan Under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss of stock of a "Small Business Corporation which qualifies under the Code.

ARTICLE ELEVEN

The corporation shall commence its existence upon receipt of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, I have set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 11th day of April, 2000.

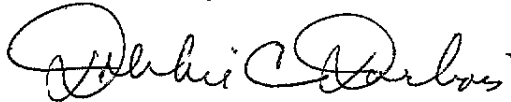

WALTER E. SMITH

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared WALTER E. SMITH to me known to be the individual described in and who executed the foregoing Articles of Incorporation

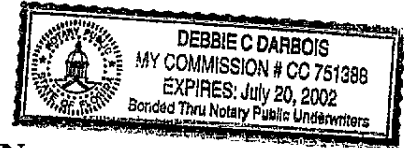
and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State aforesaid this 11th day of April, 2000.



NOTARY PUBLIC

My Commission Expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

PROP SERVICES & COLLECTIBLES, INC.

2. The name and street address of the registered agent and office is:

Walter E. Smith
1301 - 4th Street, N.
St. Petersburg, FL 33701

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



WALTER E. SMITH

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00 APR 27 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA