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Florida Department of State

Division of Corporations

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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

SJS FINANCIAL SERVICES, INC.

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**ARTICLES OF INCORPORATION**  
**OF**  
**SJS FINANCIAL SERVICES, INC.**

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby agrees to the following:

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is SJS FINANCIAL SERVICES, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II**

**INITIAL PRINCIPAL OFFICE  
AND MAILING ADDRESS**

The initial principal office and the mailing address of the Corporation is 6600 34<sup>TH</sup> Avenue North, St. Petersburg, FL 33710.

**ARTICLE III**

**COMMENCEMENT DATE AND DURATION**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida, commencing as of the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE IV**

**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the laws of the State of Florida

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all

Prepared by and Return to:  
Jo Claire Spear, Esquire (Fla. Bar #0847781)  
100 Second Avenue South, Suite 200S  
St. Petersburg, FL 33701

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Audit # H00000032258 6

of the objects hereinbefore enumerated or incidental to the purposes and powers herein named or for the enhancement of the value of any property of the Corporation or which at any time appear conducive thereto or expedient.

## ARTICLE V

### CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common voting stock having a par value of \$1.00 per share.

## ARTICLE VI

### INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is Carlton C. Stapleton, and the street address of the initial registered office of the Corporation is 6600 34<sup>th</sup> Avenue North, St. Petersburg, Florida 33710.

## ARTICLE VII

### DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors. Directors shall be elected and shall hold office as provided in the Bylaws.

This Corporation shall have three (3) Directors initially. The name and address of the initial members of the Board of Directors of this Corporation are as follows:

Carlton C. Stapleton  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

Theodore J. Smith  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

Jeffrey J. Johnson  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

The number of Directors shall be as provided in the Bylaws of the Corporation, but shall never be less than one (1).

Audit # H00000032258 6

**ARTICLE VIII****OFFICERS**

The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The Board of Directors may elect or appoint such other officers, assistant officers, and agents as the Directors deem necessary. The officers shall have such duties, responsibilities, and powers as provided by the Bylaws.

The names, addresses, and titles of the initial officer of this Corporation are as follows:

Carlton C. Stapleton  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

President

Theodore J. Smith  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

Vice President

Jeffrey J. Johnson  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

Secretary & Treasurer

**ARTICLE IX****AMENDMENTS TO ARTICLES OF  
INCORPORATION AND BYLAWS**

The power to amend these Articles of Incorporation may be exercised by the Board of Directors, without action of the shareholders, for matters specified under Section 607.1002 of the Florida Statutes; otherwise, these Articles may be amended by the Board of Directors and the shareholders as provided by law. If no shares have been issued, the power to amend these Articles of Incorporation may be exercised by the Board of Directors or the Incorporator as provided by Florida Statutes, Section 607.1005.

Following the filing of these Articles of Incorporation, the Board of Directors, by appropriate action, shall adopt initial Bylaws for the Corporation. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

Audit # H00000032258 6

**ARTICLE X**

**POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE XI**

**INCORPORATORS**

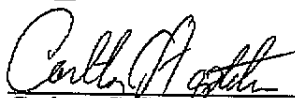
The names and addresses of the persons signing these Articles, as incorporators, are as follows:

Carlton C. Stapleton  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

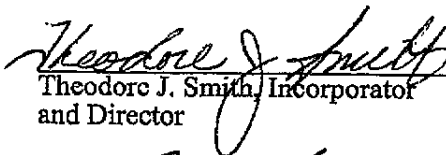
Theodore J. Smith  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

Jeffrey J. Johnson  
6600 34<sup>th</sup> Avenue North  
St. Petersburg, FL 33710

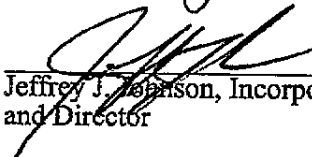
IN WITNESS WHEREOF the undersigned have executed these Articles of Incorporation on June 2nd, 2000.



Carlton C. Stapleton, Incorporator  
and Director



Theodore J. Smith, Incorporator  
and Director

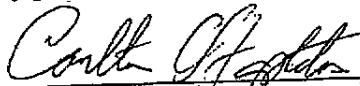


Jeffrey J. Johnson, Incorporator  
and Director

Audit # H00000032258 6

**CERTIFICATE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, 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.



Carlton C. Stapleton  
Registered Agent

Date: June 2, 2000

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