# CAPITAL CONNECTION, INC.

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

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# ARTICLES OF INCORPORATION

**OF** 

PIRATES WATCH, INC.



#### ARTICLE I NAME

The name of the Corporation is Pirates Watch, Inc. The address of the Corporation is 3225 South MacDill Avenue, Suite 129-325, Tampa, Florida, 33629.

### ARTICLE II DURATION

The Corporation shall have perpetual existence.

# ARTICLE III PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

#### ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

### ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 14502 N. Dale Mabry Highway, Suite 300, Tampa, Florida 33618, and the name of the initial Registered Agent of the Corporation at that address is Jeffrey A. Aman.

### ARTICLE VII INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial directors of the Corporation are:

Joel A. Cantor 132 W. Davis Blvd. Tampa, FL 33606

Bill Lipphardt 3019 Cunard Drive Valrico, FL 33594

Leslie Lee Monkarsh 2920 West El Prado Blvd., #1 Tampa, FL 33629

# ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Jeffrey A. Aman, Esquire, 14502 N. Dale Mabry Hwy, Suite 300, Tampa, Florida 33618-2072.

# ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

# ARTICLE X INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

### ARTICLE XI AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

> JEHFREY (A.) Incorporator

Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Jeffrey A. Aman, known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Pirates Watch, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_\_\_\_\_\_ day of August, 2000.

TERESA L. NIELSEN
MY COMMISSION # CC 646278
EXPIRES: May 13, 2001
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC, STATE OF FLORIDA Print Name: TERESA L. NIELSEN

My Commission Expires:

# CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That Pirates Watch, Inc., desiring to organize under the laws of the State of Elorida with its principal office, as indicated in the Articles of Incorporation, at 3225 South MacDill Avenue, Suite 129-325, Tampa, Florida 33629, has named Jeffrey A. Aman, Esquire, located at 14502 N. Dale Mabry Hwy., Suite 300, Tampa, Florida 33618, as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

PIRATES WATCH, INC.

Jeffrey (A) Aman

Registered Agent

Date:

18, 2000