

P00000092819

Requester's Name

Address

City/State/Zip

Phone #

12805 North 53rd Street
Tampa, Florida 33617

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #) 100003408121--5
-09/28/00--01085--013
2. _____
(Corporation Name) (Document #) *****78.75 *****78.75
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
00 SEP 28 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN OCT - 2 2000

Examiner's Initials

ARTICLES OF INCORPORATION

FILED
00 SEP 28 PM 3:53
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 I: NAME

The name of the corporation shall be:

*Johnston & Johnston
Financial Services Corporation*

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12805 North 53rd Street
Tampa, Florida 33617

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares .01 dollars each. (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Stephen Eric Johnston II
12805 North 53rd Street
Tampa, Florida 33617
813-918-4851

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Stephen Eric Johnston II
12805 North 53rd Street
Tampa, Florida 33617
813-918-4851

Purposes: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the

General Corporation Law of Florida.

Management: Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside the State of Florida at such place or places as may from time to time be designated by the board of directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors; to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such a manner as shall be provided in the Bylaws.
- (d) The Board of Directors shall have the power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner it was created.
- (f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorization by resolution of the directors or of the stockholders.
- (g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board

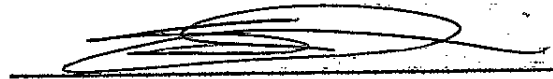
of Directors may determine.

- (h) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the statute; and all rights herein conferred are granted subject to this reservation.

Liability of Stockholders: The private property of the stockholders shall not be subject to payment of corporate debts.

Existence: The Corporation is to have perpetual existence.

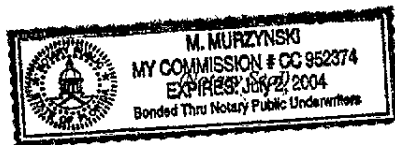
The undersigned incorporator has executed these Articles of Incorporation this 25th day of SEPTEMBER, 2000.


Stephen Eric Johnston II
813 - 918 - 4051

State of Florida)
 SS
County of Hillsborough)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Stephen Eric Johnston II** known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 25th day of SEPTEMBER, 2000.




(Notary Public, State of Florida at Large)

My commission expires:

7/22/04

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
00 SEP 28 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. The name of the corporation is:

*Johnston & Johnston
Financial Services Corporation*

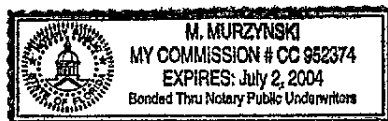
2. The name and address of the registered agent and office is:

*Stephen Eric Johnston II
12805 North 53rd Street
Tampa, FL 33617*

*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.*

[Signature]
Signature

9/25/00
Date



*M. Murzynski
expires 9/2/04.*
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314