

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO 10000012973  
Coverme, Com, Inc.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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 Retrieval

Courier

01 FEB -5 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
01 FEB -5 AM 11:14  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T. SMITH FEB 05 2001

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF INCORPORATION**  
**OF**  
***coverme.com, inc.***

01 FEB -5 PM 12: 27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation shall be: coverme.com, inc.

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

The general nature of the business and the object and purposes proposed to be transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz: To engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of common stock having a nominal or par value of \$1.00 a share.

**ARTICLE IV**  
**PRINCIPAL ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT**

The principal address and initial registered office and agent address of this corporation is as follows: Edward W. Becht, 321 South Second Street, Fort Pierce, Florida 34950

The Board of Directors may from time to time move the registered office to any other address in Florida.

**ARTICLE V**  
**CORPORATE EXISTENCE**

In accordance with the applicable Florida Statute, said corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have **two** directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one. The name and address of the initial directors of this corporation are:

**RALPH CHAPIN**  
**321 South Second Street**  
**Fort Pierce, Florida 34950**

**APRIL SMITH**  
**321 South Second Street**  
**Fort Pierce, Florida 34950**

**ARTICLE VII**  
**OFFICERS**

The officers of this corporation shall be a president, vice president, secretary and a treasurer, and such other officers and agents as may be deemed necessary. All officers, agents

and factors as may be deemed necessary shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the bylaws or determined by the Board of Directors. Any person may hold one or more offices. --

#### ARTICLE VIII AMENDMENT

The Articles of Incorporation may be amended in the manner provided. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. ---

#### ARTICLE IX AGREEMENTS

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreement:

- (a) Any limitations or restraints upon the transferability, alienation or assignment of stock;
- (b) Any limitation or restraint upon the encumbrance or pledge of stock;
- (c) Any agreements conferring pre-emptive rights of purchase upon stockholders as conditions precedent to the sale of any stock;
- (d) Management agreements or other employment agreements with persons who may or may not be stockholders; and

(e) Any and all such other agreements as may be reasonably necessary in the ownership, conductor furtherance of the business of the corporation and so implement the said agreements by by-laws of the corporation.


**ARTICLE X**  
**INCORPORATOR AND SUBSCRIBER**

The name and street address of the person named herein as subscriber and incorporator are as follows: **Edward W. Becht, 321 South Second Street, Fort Pierce, Florida 34950.**

**ARTICLE XI**  
**SECTION 1244**

This corporation is being organized and its common stock issued pursuant to Section 1244 of the Internal Revenue Code and the regulations thereunder, which permit ordinary loss treatment when the holder of Section 1244 stock sells or exchanges such stock at a loss or when such stock becomes worthless.

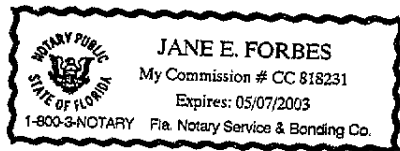
**IN WITNESS WHEREOF**, I have hereunto set my hand and seal and acknowledged and filed in the office of the Secretary of State the foregoing Certificate of Incorporation this 25<sup>th</sup> day of January, 2001.

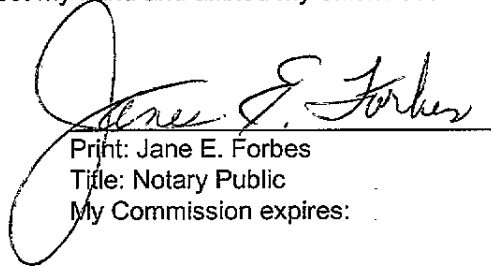
  
\_\_\_\_\_  
Edward W. Becht

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on the 25<sup>th</sup> day of January, 2001, personally came and appeared before me, the undersigned authority, **Edward W. Becht**, to me well known, and well known to be the person described in the foregoing Articles of Incorporation, and he acknowledged the same as his act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal on the day and year above written.



  
Print: Jane E. Forbes  
Title: Notary Public  
My Commission expires:

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been named as registered agent for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in the capacity, and agree to comply with the provisions of said Act.

  
Edward W. Becht, Registered Agent

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