

## TRANSMITTAL LETTER

# PO1000018374

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-02/19/01--01063--020  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: SIGMA Purchasing and Advisory Services, Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and <sup>two(2)</sup> ~~one(1)~~ copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

Check payable  
to:  
FLORIDA  
DEPARTMENT  
OF STATE

FROM: DANIEL B. HAMBY, JR  
Name (Printed or typed)

878 MARBLE HEAD DRIVE  
Address

NAPLES, FL 34104  
City, State & Zip

(941) 348-2752  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and <sup>two</sup> ~~one~~ copy of the articles.

gy 2/19

ARTICLES OF INCORPORATION  
OF  
SIGMA PURCHASING AND ADVISORY SERVICES, INC.

The undersigned, a natural person of the age of twenty-one (21) or more, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the Florida Statutes, hereby adopt the following articles of incorporation of such Corporation:

ARTICLE I

The name of the Corporation is:

Sigma Purchasing and Advisory Services, Inc.

ARTICLE II

The principal place of business and mailing address of the corporation is:

Kendall International Center  
Sigma Purchasing and Advisory Services, Inc.  
2706 Horseshoe Drive South, Suite 206  
Naples, FL 34104

ARTICLE III

The nature of the business of the Corporation and the object or purposes proposed to be transacted, promoted or carried on by it, are as follows:

- (A) To conduct any business enterprise not contrary to law.
- (B) To buy, sell, lease, use, develop, mortgage, improve, and otherwise deal in and dispose of all types of real or personal property in connection with the conduct of business enterprises carried on by the corporation.
- (C) To exercise all of the powers enumerated in the State of Florida Laws granted to or allowed to corporations under the Florida Statutes.

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#### ARTICLE IV

The aggregate number of shares which the Corporation shall have the authority to issue is 1000 shares, and such shares shall be without par value.

#### ARTICLE V

The name and address of the initial registered agent of such Corporation is:

Daniel B. Hamby, Jr  
2706 Horseshoe Drive South, Suite 206

#### ARTICLE VI

The name and address of the incorporator is:

Daniel B. Hamby, Jr  
2706 Horseshoe Drive South, Suite 206  
Naples, FL 34104

#### ARTICLE VII

Personal liability of any shareholder for the debts of the corporation shall be limited to capital contributed to such corporation for the issuance of such stock unless such shareholder assents to such liability in writing.

#### ARTICLE VIII

There shall be no personal liability of a director to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director:

(A) For breach of the director's duty of loyalty to the Corporation or its stockholders;

(B) For acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law;

(C) Under any section of the Florida Statutes;

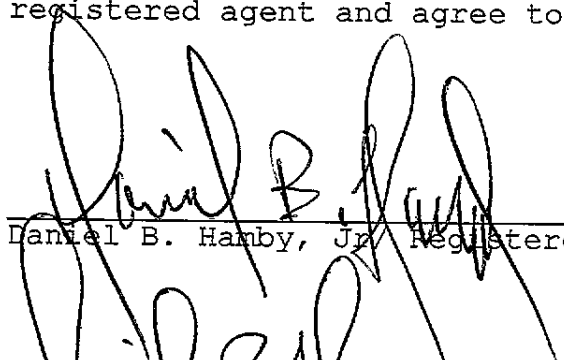
(D) For any transaction from which the director derived an improper personal benefit; or

(E) For any action, omission, transaction, or breach of a director's duty creating any third-party liability to any person or entity other than the Corporation or its stockholders.

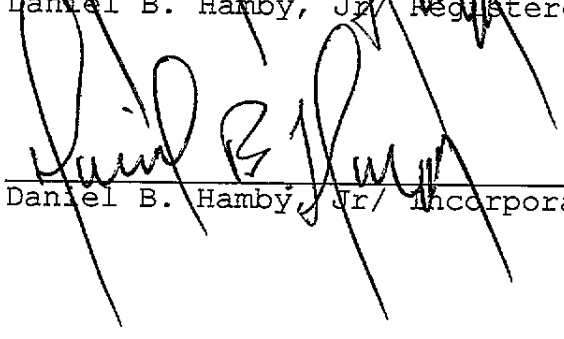
#### ARTICLE IX

The Corporation may enter into any partnership or joint venture which the board of directors approve.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Daniel B. Hamby, Jr. Registered Agent

DATED: February 14, 2001

  
Daniel B. Hamby, Jr. Incorporator

DATED: February 14, 2001

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