

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**P010000022114**  
*Mergentline, Inc.*

700003757817--9  
-02/23/01--01036--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

<input checked="" type="checkbox"/> Art of Inc. File	01 MAR - 1 PM 4:02 SECRETARY OF STATE TALLAHASSEE FLORIDA	RECEIVED 01 FEB 23 AM 11:07 DEPARTMENT OF REVENUE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input type="checkbox"/> LTD Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> L.C. File		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Trade/Service Mark		
<input type="checkbox"/> Merger File		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> RA Resignation		
<input type="checkbox"/> Dissolution / Withdrawal		
<input type="checkbox"/> Annual Report / Reinstatement		
<input checked="" type="checkbox"/> Cert. Copy		
<input type="checkbox"/> Photo Copy		
<input type="checkbox"/> Certificate of Good Standing		
<input type="checkbox"/> Certificate of Status		
<input type="checkbox"/> Certificate of Fictitious Name		
<input type="checkbox"/> Corp Record Search		
<input type="checkbox"/> Officer Search		
<input type="checkbox"/> Fictitious Search		
<input type="checkbox"/> Fictitious Owner Search		
<input type="checkbox"/> Vehicle Search		
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<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> Courier		

*W01-4313*

Signature \_\_\_\_\_

Requested by: BO

Name \_\_\_\_\_

Date 2/23/01

Time 10:54

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 23, 2001

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST., STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: BERGENLINE, INC.  
Ref. Number: W01000004313

We have received your document for BERGENLINE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan  
Document Specialist

Letter Number: 301A00011527

*Resubmit*

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR - 1 PM 2:38  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

## **ARTICLES OF INCORPORATION**

**OF**

**BERGENLINE, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida

### **ARTICLE I**

The name of the corporation shall be: BERGENLINE, INC.

### **ARTICLE II**

#### **DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be when these Articles of Incorporation are received and accepted by the Secretary of State of Florida.

The principal office address is 9555 N. Kendall Dr., Ste. 206  
Miami, FL 33176.

### **ARTICLE III**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the State of Florida and of the United States of America. In addition, the purpose of this Corporation is to market, research, promote, aide in, and facilitate the sale of real estate, title insurance products, mortgages and related products, anywhere in the United State of America.

### **ARTICLE IV**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock to have outstanding is 500 shares of Common Stock of a par value of One (\$1.00) Dollar per share. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

FILED  
MAR - 1 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## **ARTICLE V**

The name and address of the initial registered agent of this corporation is: ROBERT D. MAZUR,  
7440 S.W. 130<sup>th</sup> Avenue, Miami, Florida 33183.

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTOR(S)**

The corporation shall have two (2) director(s) initially. The number of director(s) may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and street address of the initial director(s) of this corporation is FRANK VARGAS, to serve as President and Secretary, 3830 Hollywood Boulevard, Hollywood, Florida 33021, and BRENDA VARGAS, to serve as Vice-President and Treasurer, 3830 Hollywood Boulevard, Hollywood, Florida 33021.

## **ARTICLE VII**

### **INCORPORATOR(S)**

The name and address of the incorporator(s) to these Articles of Incorporation are: FRANK VARGAS and BRENDA VARGAS, 3830 Hollywood Boulevard, Hollywood, Florida 33021.

## **ARTICLE VIII**

### **BY-LAWS**

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

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation partnership, joint venture, trust or other enterprise.


**ARTICLE X**  
**AMENDMENT**

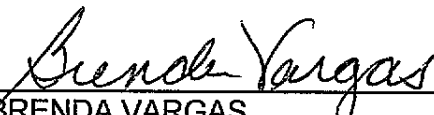
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

**ARTICLE XI-BUY-OUT PROVISION**

Should any stockholder desire to sell his or her stock, said stockholder shall so notify the other stockholders, in writing, of his or her intentions to sell. That upon receipt of said notification, the corporation shall authorize the accountant then employed by said corporation to make a full and complete audit of the books of said corporation, using standard accounting methods and principles in order to determine the book value of said corporation. Upon determination of the book value, the price of the stock shall be the buy-out figure and the person so desirous of selling must accept the price as set forth by the accountant. The remaining stockholder or stockholders shall purchase said stock in proportionate shares to the percentages that they presently own and the seller shall get 50% of the purchase price within thirty days from the date that the audit is completed and the balance thirty days thereafter.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(ve) executed these  
Articles of Incorporation this 31 day of February, 2001.

  
\_\_\_\_\_  
FRANK VARGAS

  
\_\_\_\_\_  
BRENDA VARGAS

STATE OF FLORIDA)  
COUNTY OF DADE ) SS.:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in  
the State and County named above, to take acknowledgments personally appeared  
FRANK VARGAS and BRENDA VARGAS, to me known to be the person(s) described as  
Subscriber(s) in, and who executed the foregoing Articles of Incorporation, and she  
acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 31  
day of February, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida

My Commission Expires: .

This Instrument Prepared by:  
Jeffrey Drew Cummins, Esq.  
9555 N. Kendall Drive  
Suite 202  
Miami, Florida 33176  
305-595-3310



Daisy Vega  
My Commission CC686572  
Expires July 27, 2001

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

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

First, BERGENLINE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Hollywood, County of Broward, State of Florida, has designated Robert D. Mazur, 7440 S.W. 130<sup>th</sup> Avenue, Miami, Florida 33183, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 21 day of February, 2001.

BY:

  
ROBERT D. MAZUR  
Registered Agent

**FILED**  
01 MAR -1 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA