

P01000032923

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

SUBJECT: TOTAL IMPACT SERVICES, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FILED  
01 MAR 28 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

Enclosed is an original and 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

FROM:

Scott Heilpern

Name (Printed or typed)

11411 NW 32 MANOR

Address

SUNRISE, FL 33323

City, State & Zip

(954) 578-1934

Daytime Telephone number

000003913200--6  
-03/28/01--01010--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

NOTE: Please provide the original and one copy of the articles.

4-2-01  
WC

**ARTICLES OF INCORPORATION  
OF  
TOTAL IMPACT SERVICES, INC.  
A Florida Corporation**

FILED  
01 MAR 28 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the **State of Florida**.

**ARTICLE I. NAME**

The name of this corporation shall be **Total Impact Services Inc.**

**ARTICLE II. PURPOSE**

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.:

- a) To carry on and conduct a merchandising service business for manufactures and retail stores, including designing, constructing, remodeling, and displaying, servicing or otherwise engage in any work in retail setting according to contract with manufacture. Also includes installing of fans and lights fixtures in a retail setting according to contract. Engage in contracts or receive assignments of contracts therefore, or related thereto.
- b) To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever nature or kind, as owner, agent, factor, or broker, to build construct, and alter house, building and structures of whatsoever nature or kind, and to develop real property generally, to loan money upon real and

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personal property and to take mortgages and bonds, and assignments of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgage or otherwise; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real property of all kinds and descriptions;

- c) To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money, upon goods, wares, merchandise, and real and personal property of every kind and description;
- d) To act as an agent, broker or attorney in fact for any persons, firms or corporations in buying, selling and dealing with in real or personal property of whatsoever nature or kind, any and every estate and interest therein, and choses in action, secured thereby, judgments resulting there from, and other personal property collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in and claims affecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to, to register mortgages and deeds of trust of real property or chattels real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities; and to transact all or any other business which may be

necessary or incidental or proper to the exercise of any or all of the proposes of the corporation;

- e) To subscribe for, purchase, invest in, hold, own, assign, pledge, and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts, and evidences of indebtedness of any persons, firms, associations, or other corporation, whether domestic or foreign, and to exercise in respect of any such shares of stock, bonds, and other securities, any and all rights, powers and privileges or individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate purposes, and to any and all acts and things tending to increase the value of the property at any time held by the company;
- f) In any manner to acquire, enjoy, utilize, and to dispose of any patents, copyrights and trademarks, and any license or other rights or interest therein and thereunder;
- g) To conduct business and operations and to have one or more officers and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this State and in any other of the several States, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries;
- h) To engage in and carry on any advertising business in connection with the property of any nature, owned, leased, or otherwise acquired by this

corporation, as principal or agent, with powers to let contracts for any such advertising and to make and carry out every kind and nature that may be conducive to the accomplishment of any purposes of the corporation;

- i) To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the corporation, and in general to carry on any lawful business or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in these Articles of Incorporation shall not be deemed to be exclusive, but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be **(10,000)** shares of **common stock** of the par value of **one dollar (\$1.00) per share**, all of which shall be common stock. All shares will be **Common Stock Series A**. All shares shall have right to access on any dividends issued by the corporation with unlimited voting rights.

All of **Common Stock Series A** shall be payable in cash, property real or personal, labor or services in lieu of cash, at just valuation to be fixed by the Board of Directors of this corporation.

The Stockholders shall have preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time

without offering such shares to the shareholders then holding shares of common stock. Shares of the corporation's stock and certificates therefore shall be issued only to staff authorized and licensed to provide **any and all of the purposes listed above, and engage in any other business forthwith** in the State of **Florida**.

#### **ARTICLE IV. DURATION**

The corporation shall have perpetual existence.

#### **ARTICLE V. PRINCIPAL OFFICE**

The principal office of this corporation shall be located at **11411 NW 32 Manor**, in the City of **Sunrise**, County of **Broward**, State of **Florida**, and the post office address of said principal office of the corporation shall be **11411 NW 32 Manor, Sunrise, FL 33323**.

#### **ARTICLE VI. REGISTERED OFFICE AND AGENT**

The registered office of the corporation shall be at **11411 NW 32 Manor, Sunrise, FL 33323** and the name of the initial registered agent at such address is **Scott Heilpern**. Either the registered office or the registered agent may be changed in a manner provided by law.

#### **ARTICLE VII. INCORPORATOR (S)**

The said name of Incorporator shall be **Scott Heilpern**. Whose address is at **11411 NW 32 Manor, Sunrise, FL 33323**.

#### **ARTICLE VIII. NUMBER OF DIRECTORS**

The number of directors of this corporation shall be not less than **two (2)** nor more than **nine (9)**.

## **ARTICLE IX. INITIAL BOARD OF DIRECTORS**

The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the Bylaws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u><b>Names</b></u>	<u><b>Addresses</b></u>
<b>1) Scott Heilpern</b>	<b>11411 NW 32 Manor, Sunrise, FL 33323</b>
<b>2) Kris Schutzmaier</b>	<b>71 Buckingham Lane, Allen, TX 75002</b>
<b>3) Fred Durham</b>	<b>914 Highfall Drive, Dallas, TX 75232</b>

## **ARTICLE X. REGULATION OF BUSINESS**

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

- 1. Management.** Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved to the stock holders.
- 2. Officers.** The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers

and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.

3. **Contracts.** No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested: and no contract, act, or transaction of the corporation with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

#### **ARTICLE XI. SHAREHOLDERS**

The name and post office address of each stockholder of these Articles of Incorporation are as follows:

**Name**

**Address**

**1. Scott Heilpern**

**11411 NW 32 Manor, Sunrise, FL 33323**



**2. Kris Schutzmaier**

**71 Buckingham Lane, Allen, TX 75002**

**3. Fred Durham**

**914 Highfall Drive, Dallas, TX 75232**

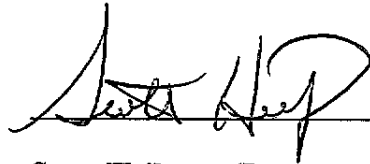
## **ARTICLE XII. AMENDMENTS**

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

The director(s) of this corporation shall have the power to make or amend the Bylaws and to fix any amount to be reserved for working capital.

The private property of the stockholder(s) shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

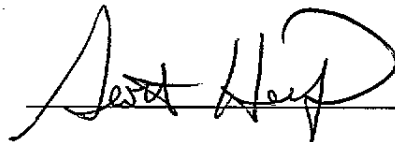
In Witness Whereof, each subscriber has signed these Articles of Incorporation for the purpose of forming a corporation to do business both within and without the State of **Florida**, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands, this 26 day of march, 2001.



**Scott Heilpern (Incorporator)**

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 am familiar with and accept the obligation of my position as registered agent.

Date ~~5~~ MARCH 26, 2001



**Scott Heilpern ( Registered Agent)**

FILED  
01 MAR 28 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FL 32307