P010000 44880

UCR ASSOCIATES, INC.

ACCOUNTING, INCOME TAX & FINANCIAL SERVICES 6500 Forest City Road Orlando, FL 32810

City/State/Zip

Phone #

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Office Use Only

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

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Walk in Pick up time Mail out Will wait NEW FILINGS Profit Not for Profit	AMENDMENTS Amendment	Certified Copy Certificate of Status
Limited Liability Domestication Other	Resignation of R.A., Carlo Change of Registered Dissolution/Withdraw Merger	Agent
OTHER FILINGS	REGISTRATION/QUAI	<u>LIFICATION</u>
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	WOL-5639
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J. BRYAN MAY - 3 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 19, 2001

UCR ASSOCIATES, INC. 6500 FOREST CITY ROAD ORLANDO, FL 32810

2ND MAILING

SUBJECT: WHITFIELD & ASSOCIATES, INC.

Ref. Number: W01000005639

We have received your document for WHITFIELD & ASSOCIATES, 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):

The registered agent must sign accepting the designation.

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) 487-6933.

Dale White Document Specialist New Filings Section

Letter Number: 401A00015257



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 13, 2001

UCR ASSOCIATES, INC. 6500 FOREST CITY ROAD ORLANDO, FL 32810

SUBJECT: WHITFIELD & ASSOCIATES, INC.

Ref. Number: W0100005639

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Dale White Document Specialist

Letter Number: 401A00015257

ARTICLES OF INCORPORATION

OF

WHITFIELD & ASSOCIATES, INC.

The undersigned subscriber to these 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 is:

WHITFIELD & ASSOCIATES, INC.

OI MAY -3 M 9: 47 SECHILLAHASSEE, FLORIDA

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in the insurance and reality business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

To offer, sell and/or advise clientele on all types of insurance products and services related to but not specifically the insurance industry. To advise and consult within respect to the products and services of the insurance business but not limited just sales, service and consulting.

Also to engage in reality business of any kind. To buy, sell, exchange, trade, and Generally deal in real property, improved and unimproved of every class and description; to sell, buy, mortgage, lease or otherwise acquire or dispose of any real property and take mortgages and assignment of mortgages upon the same; to make and obtain loans

upon real estate, improved or unimproved, giving or taking evidence of indebtedness and securing the payment thereof by mortgage, trust, deed, pledge, or otherwise; to enter into contracts to buy or otherwise acquire for the purpose of holding or dispensing of the same, involving real property of any kind and description; to rent or lease office buildings, rental apartments, condominium units and houses, or any other improved real property of any kind or nature whatsoever, and in connection therewith to enter into contracts with rental or leasing agents.

The activities may include, however not limited to, the improvement and repairing, buying and selling, trading of residential homes, business offices as well as other dwellings such government offices, condominiums, apartments, rentals, commercial properties and other activities related to the real estate business..

The company may contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property to secure the payment of corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or any other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock. To engage in any other activity or business permitted under the laws of the United States and the state of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: One Thousand (1,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the Board of Directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of Directors.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial street address of the principal office of the corporation in the State of Florida shall be: 109 Barclay Ct., DeBary, Florida 32713. The Board of Directors may from time to time move the principal office to any other place or places as may be designated by the Board of Directors.

ARTICLE VII. DIRECTORS

This corporation shall have one Director initially. The number of Directors may

be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. DIRECTORS' POWERS

The Board of Directors shall have the power to fix or change salaries of the Directors as Directors and as Officers, to restrict the transfer of stock by stockholders, to indemnify Directors and Officers against liability for their good faith acts and omissions to permit contracts or other transactions between the corporation and one or more of its Directors individually or business in which one or more of its Directors are interested, and to exercise such other powers of corporation as are not inconsistent with these Articles or with any by-laws that may be adopted by the stockholders.

ARTICLE IX. ORIGINAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

NAME

ADDRESS

William K. Whitfield

109 Barclay Ct., DeBary, Florida 32713

ARTICLE X. SUBSCRIBER

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

NAME

ADDRESS

William K. Whitfield

109 Barclay Ct., DeBary, Florida 32713

ation and certify that the facts herein stated are true.

William K. Whitfield

STATE OF FLORIDA

COUNTY OF Valusia

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 William K. Whitfield, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before that he subscribed to these Articles of Incorporation.

Sworn to and subscribed before me this <u>5</u> day of <u>March</u>, 2001

LESLIE S. SMITH
MY COMMISSION # CC 847934
EXPIRES: June 20, 2003
Bonded Thru Western Surety Company

NOTARY PUBLIC, State of Florida

Identification: <u>W314 931 36 25 20</u>

My commission expires: Jule 20 2023

CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

SECRIFICATION OF 47 Pursuant to the provisions of Section 607.325, Florida Statutes, the under signed corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/ registered agent, in the State of Florida.

1. The name of the corporation is:

WHITFIELD & ASSOCIATES, INC.

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

William K. Whitfield

109 Barclay Ct., DeBary, Florida 32713

Signature

Title

Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

Signature of Registered Agent