

WADDELL & BOUCHILLON, P.A.

GLENN WADDELL  
K.C. BOUCHILLON\*

ATTORNEYS AT LAW

DENISE CARD  
CERTIFIED LEGAL ASSISTANT

OF COUNSEL  
BILLY R. READY\*  
\*ALSO ADMITTED IN MISSISSIPPI

209 PALMETTO STREET  
POST OFFICE BOX 1363  
AUBURNDALE, FLORIDA 33823  
WWW.LEXWAN.COM

TELEPHONE: 863.965.2516  
FAX: 863.965.2421

P010000067253

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

900004340369--1  
-06/04/01--01120--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**RE: Articles of Incorporation of Prestige Agency, Inc.**

Dear Secretary of State:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$78.75 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	35.00
Total	<u>\$78.75</u>

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

WADDELL & BOUCHILLON, P.A.

*Billy R. Ready*  
BILLY R. READY

BRR/mj  
Enclosures  
xc: Client

2544  
W01-13219

FILED  
2001 JUL -9 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

7/9/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED

2001 JUL -9 PM 3:49

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

June 11, 2001

WADDELL & BOUCHILLON, ESQ.  
ATTN: BILLY R. READY  
POST OFFICE BOX 1363  
AUBURNDALE, FL 33823

SUBJECT: PRESTIGE AGENCY, INC.  
Ref. Number: W01000013219

We have received your document for PRESTIGE AGENCY, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 001A00035644

**ARTICLES OF INCORPORATION  
OF  
PRESTIGE EMPLOYEE BENEFITS & INSURANCE, INC.**

**FILED**  
2001 JUL -9 PM 3:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

This name of this Corporation is Prestige Employee Benefits & Insurance, Inc.

**ARTICLE II - DURATION**

The corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities of business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT**

The initial registered office of this corporation shall be 317 N.E. 36th Avenue, Suite 2, Ocala, FL 34470, and the initial registered agent of this corporation at such office shall be Jimmy Ray Mathis, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for process of service.

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 317 N.E. 36th Avenue, Suite 2, Ocala, FL 34470.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) and up to five (5) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than (5).

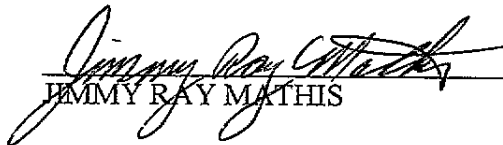
The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
JIMMY RAY MATHIS, President	317 N.E. 36th Avenue, Suite 2 Ocala, FL 34470
NELL S. MATHIS, Vice President	317 N.E. 36th Avenue, Suite 2 Ocala, FL 34470
LISA K. FREDRICK, Secretary	317 N.E. 36 <sup>th</sup> Avenue, Suite 2 Ocala, FL 34470

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
JIMMY RAY MATHIS	317 N.E. 36 <sup>th</sup> Avenue, Suite 2 Ocala, FL 34470

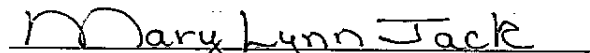
  
JIMMY RAY MATHIS

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing Articles of Incorporation of Prestige Employee Benefits & Insurance, Inc. were acknowledged before me this the 29<sup>th</sup> day of June, 2001, by JIMMY RAY MATHIS, as Incorporator, who is personally known to me and who did not take an oath.

  
NOTARY PUBLIC

My Commission Expires:


  
Printed Name of Notary



Mary Lynn Jack  
MY COMMISSION # CC941842 EXPIRES  
June 23, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Prestige Employee Benefits & Insurance, Inc., at the place designated in the Articles of Incorporation, JIMMY RAY MATHIS agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

  
JIMMY RAY MATHIS  
June 29, 2001  
(DATE)

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA