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TRANSMITTAL LETTER

APPROVED
AND
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02 JAN -4 PM 4:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: W & R Enterprises, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300004752463--9
-01/07/02--01004--009
*****78.75 *****78.75

Enclosed are 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: Nicholas V. Iarossi
Name (Printed or typed)

106 East College Avenue, 12th Floor
Address

Tallahassee, Florida 32301
City, State & Zip

850/425-1649
Daytime Telephone number

RECEIVED
02 JAN -4 PM 4:45
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

OF

W & R ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation shall be W & R Enterprises, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address is:

2962 Gerald Drive
Tallahassee, Florida 32310

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to operate and manage a pawnshop business, but in addition, shall include any and all lawful business permitted under the laws of the State of Florida.

ARTICLE IV - SHARES

The maximum number of shares of stock this corporation is authorized to issue and have outstanding at any one time is Five Hundred Shares (500) of common stock having a par value of One Dollar (\$1.00) per share. The incorporators intend to issue shares initially to the following persons in the amount set opposite their names:

<u>Name</u>	<u>Share Voting</u>
Terry Womble	100

ARTICLE V - INITIAL OFFICERS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time, in accordance with bylaws adopted by the shareholders, but shall never be less than one. The name and street address of the first member of the Board of Directors is:

<u>Name</u>	<u>Address</u>
Terry Womble	2962 Gerald Drive Tallahassee, Florida 32310

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the initial registered agent is: Terry Womble, 2962 Gerald Drive, Tallahassee, Florida 32310. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles as Incorporator is: Nicholas Iarossi, 106 East College Avenue, Suite 1200, Tallahassee, Florida 32301.

ARTICLE VIII - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing these articles.

ARTICLE IX - 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 stock holders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF SHARES

The shares issued by this Corporation shall not be transferred or conveyed to a subsequent person or entity without first offering such shares to:

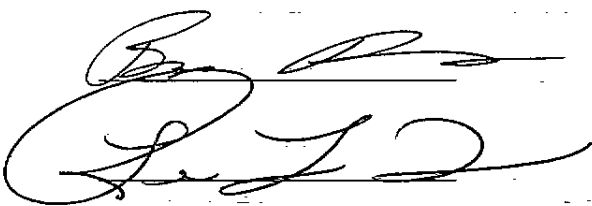
- A. The Corporation.
- B. All Other Shareholders.

ARTICLE XII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as fully as may be done without issuing fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledge and file the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of January 2002.

WITNESSES:



NICHOLAS V. LAROSI

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, personally appeared NICHOLAS V. IAROSSO, to be well known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 41st day of January 2002.



Sherry L. Brooks
MY COMMISSION # CC943306 EXPIRES
June 7, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Sherry L. Brooks
NOTARY PUBLIC

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

In compliance with Section 48.091, Florida Statutes (2001), the following is submitted:

That W & R Enterprises, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: 2962 Gerald Drive, Tallahassee, Florida 32310, has named Terry Womble, 2962 Gerald Drive, Tallahassee, Florida 32310 as its agent to accept service of process within Florida.

Nicholas V. Iarossi
NICHOLAS V. IAROSSO
Incorporator

Having been named to accept service of process for the above styled 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 relevant to the proper and complete performance of my duties.

Terry Womble
TERRY WOMBLE
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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