

**CAPITAL CONNECTION, INC.**

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

**P020000016559**

*Head Asset Management, Inc*

500004915135--5  
-02/13/02--01062--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**FILED**

02 FEB 13 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
☒ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**RECEIVED**  
02 FEB 13 AM 11:35  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date 2/13

Time 11:00

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

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

**J. BRYAN FEB 13 2002**

**ARTICLES OF INCORPORATION  
OF  
HEAD ASSET MANAGEMENT, INC.**

**FILED**  
02 FEB 13 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - Name**

The name of the corporation is HEAD ASSET MANAGEMENT, INC.

**ARTICLE II - Principal Office  
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 101 American Center Place, Suite 113, Tampa, Florida 33619, and its mailing address is the same.

**ARTICLE III - Commencement and Duration**

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV - Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V - Stock**

The corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, which shares shall be a single class.

**ARTICLE VI - Preemptive Rights**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued

shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
Jerry L. Head	101 American Center Place, Suite 113 Tampa, Florida 33619

#### ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Jerry L. Head	101 American Center Place, Suite 113 Tampa, Florida 33619

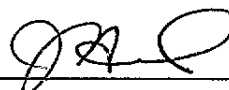
ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 101 American Center Place, Suite 113, Tampa, Florida 33619, and the name of the initial registered agent of the corporation at that address is Jerry L. Head.

ARTICLE XIII - Dissolution

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least a majority of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 1<sup>st</sup> day of FEBRUARY, 2002.

  
\_\_\_\_\_  
Jerry L. Head, Incorporator

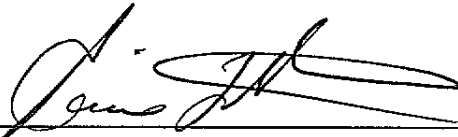
STATE OF FLORIDA

COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Jerry L. Head, who [☒] is personally known to me or who [☐] has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 1<sup>st</sup> day of FEBRUARY, 2002, at TAMPA, Florida.



  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires:

To: The Department of State  
Tallahassee, Florida 32304

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

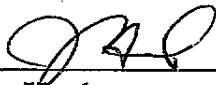
In compliance with Section 607.0501 of the Florida General Corporation Act, the following  
is submitted:

HEAD ASSET MANAGEMENT, INC., with its place of business at 101 American Center  
Place, Suite 113, Tampa, Florida 33619, has named Jerry L. Head located at 101 American Center  
Place, Suite 113, Tampa, Florida 33619 as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT**

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  
relative to the proper and complete performance of my duties, and I am familiar with and accept  
the duties and obligations of my position as registered agent.

Dated FEBRUARY 1, 2002.

  
\_\_\_\_\_  
Jerry L. Head  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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