

**CAPITAL CONNECTION, INC.**

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

**P02000035132**

North Florida Trading

Company, Inc

400005179034--9

-04/01/02--01025--017

\*\*\*\*\*78.75 \*\*\*\*\*78.75

☒ 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 \_\_\_\_\_

Signature \_\_\_\_\_

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

Name \_\_\_\_\_

Date 4/1

Time 12:00

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

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

RECEIVED  
02 APR -1 AM 11:12

FILED  
2002 APR -1 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4/1/02

EFFECTIVE DATE

3/29/02

ARTICLES OF INCORPORATION

OF

NORTH FLORIDA TRADING COMPANY, INC.

FILED

2002 APR -1 PM 2: 22

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of this corporation is North Florida Trading Company,  
Inc.

ARTICLE II DURATION

This corporation shall exist perpetually commencing on the  
date of execution and acknowledgment of these articles.

ARTICLE III PURPOSE

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

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common  
stock \$1.00 par value common stock.

ARTICLE V 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  
(as nearly as may be done without issuance of fractional shares) at  
the price at which it is offered to others.

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

The street address of the initial registered office of this corporation is **705 East Monroe Street, Lake City, Fl 32055** and the name of the initial registered agent of this corporation at that address is **John-Charles Morris Graff**.

#### **ARTICLE VII INCORPORATORS**

The names and addresses of the persons signing these articles are **John-Charles Morris Graff, 705 East Monroe Street, Lake City, Florida 32055** and **Andrea Nicole Gafford, 705 East Monroe Street, Lake City, Florida 32055**.

#### **ARTICLE VIII BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

#### **ARTICLE IX RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

|                                  |                   |
|----------------------------------|-------------------|
| <b>John-Charles Morris Graff</b> | <b>500 shares</b> |
| <b>Andrea Nicole Gafford</b>     | <b>500 shares</b> |

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first

offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

#### **ARTICLE X CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by the President or Secretary/Treasurer.

#### **ARTICLE XI SHAREHOLDER QUORUM AND VOTING**

51% of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XII APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

#### **ARTICLE XIII CONDUCT OF CORPORATE BUSINESS**

The business and affairs of this corporation shall be conducted upon a majority vote of shareholders of the corporation.

Each shareholder shall be entitled to one vote for each share of stock held by that shareholder. —

#### **ARTICLE XIV MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. — — —

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act. —

#### **ARTICLE XV MEETINGS BY CONFERENCE TELEPHONE**

Shareholders may participate in meetings of the shareholders by means of conference telephone.

#### **ARTICLE XVI REDUCTION IN STATED CAPITAL**

The stated capital of this corporation shall not be reduced by action of the shareholders when the reduction is not accompanied by an action requiring or constituting an amendment of the articles of incorporation.

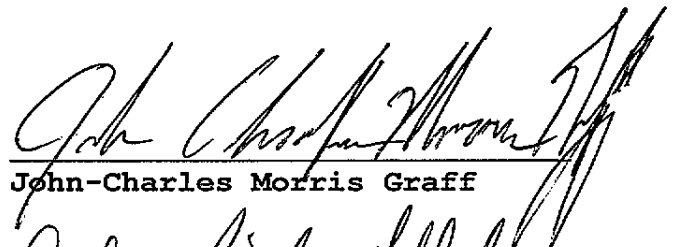

#### **ARTICLE XVII INDEMNIFICATION**

The corporation shall indemnify any officer, or any former officer to the full extent permitted by law. —

**ARTICLE XVIII AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF** the undersigned subscribers have executed these Articles of Incorporation on this 29<sup>th</sup> day of March, 2002.

  
John-Charles Morris Graff  
  
Andrea Nicole Gafford


**STATE OF FLORIDA  
COUNTY OF COLUMBIA**

**I HEREBY CERTIFY** that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **John-Charles Morris Graff and Andrea Nicole Gafford** to me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, or who have produced identification and who acknowledged before me that they subscribed to these Articles of Incorporation.

**WITNESS** my hand and seal in the County and State last aforesaid this 29<sup>th</sup> day of March, 2002.



A. Cassandra Nazworth  
My Commission DD016839  
Expires April 10, 2005

  
A. CASSANDRA NAZWORTH  
My Commission Expires:

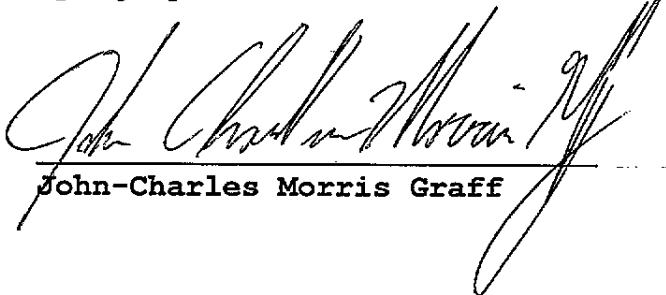
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant of Chapter 48.091, Florida States, the following is submitted, in compliance with said Act:

That North Florida Trading Company, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 705 East Monroe Street, Lake City, Florida 32055 has named **John-Charles Morris Graff**, 705 East Monroe Street, Lake City, Florida 32055 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process of the stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said A relative to keeping open said office.

  
John-Charles Morris Graff

**FILED**  
2002 APR - 1 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA