

# PO2000047065

*Sher L. Allan*  
*Attorney at Law*  
731 Oak Avenue  
Panama City, Florida 32401

Telephone (850) 914-2220

Facsimile (850) 914-0822

April 25, 2002

Florida Department of State  
Attn: New Filings  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000005359930-- 4  
-04/26/02--01052--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Global Principles, Inc.

Dear Sir or Madam:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation along with a check in the sum of \$78.75 for your fee. After filing has been completed, please forward the certified copy of the Articles along with the Designation of Registered Agent to me at the letterhead address.

If you have any questions, do not hesitate to contact me.

Sincerely,



Connie Dabel  
Assistant to Sher L. Allan, Esq.

cd

enclosures

c:\...\corp\metzger\ltss425.02

02 APR 26 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

*Pauley*  
*4/30/02*

7

FILED

ARTICLES OF INCORPORATION  
OF  
GLOBAL PRINCIPLES, INC.

02 APR 26 PM 12:36

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is GLOBAL PRINCIPLES, INC., and the principle business address is 2106 High Avenue, Panama City, Florida 32405.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 100 shares. All such shares shall be of a single class, designated as common. All such shares shall have a par value of One Dollar (\$1).

ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

#### ARTICLE VI

The corporation elects to have preemptive rights.

#### ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VIII

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective the of such amendment.

#### ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three directors whose name and addresses are as follows:

Eric L. Metzger, Chairman of Board and President  
Ernest Murray, Vice Chairman and Vice President  
Jennifer Murray, Secretary-Treasurer

ARTICLE XI

The initial registered agent of the corporation is Sher L. Allan, Esquire. The street address of the corporation's initial registered office is 731 Oak Avenue, Panama City, Fl. 32401.

ARTICLE XII

The name and address of the incorporators of the corporation are:

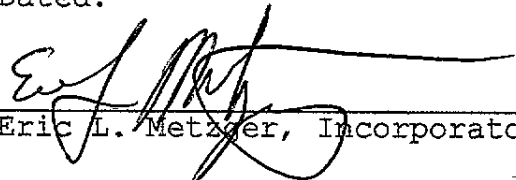
Eric L. Metzger, 653 West 23rd Street, Suite 294  
Panama City, FL 32405


Ernest Murray, 2106 High Avenue, Panama City, Fl. 32405

Jennifer Murray, 2106 High Avenue, Panama City, Fl. 32405

In Witness Whereof, the undersigned being all of the incorporators of said corporation execute these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

Dated:

  
Eric L. Metzger, Incorporator

  
Ernest Murray, Incorporator

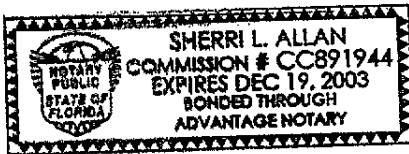
Jennifer Murray  
Jennifer Murray, Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, the undersigned authority, personally appeared Eric L. Metzger, known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed such instrument for the purposes therein stated.

- ☒ Who is personally known by me.  
☐ Who produced \_\_\_\_\_ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
12th day of April, 2002.



Sherril L. Allan (signature)  
Sherril L. Allan (print)  
NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, the undersigned authority, personally appeared Ernest Murray, known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed such instrument for the purposes therein stated.

- ☒ Who is personally known by me.  
☐ Who produced \_\_\_\_\_ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
16th day of April, 2002.



Sherril L. Allan (signature)  
Sherril L. Allan (print)  
NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, the undersigned authority, personally appeared Jennifer Murray, known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed such instrument for the purposes therein stated.

- ☒ Who is personally known by me.  
☐ Who produced \_\_\_\_\_ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
12th day of April, 2002.



Sherril L. Allan (signature)  
Sherril L. Allan (print)  
NOTARY PUBLIC, STATE OF FLORIDA

FILED

02 APR 26 PM 12:36

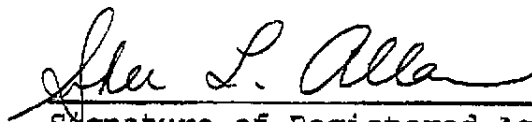
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CONSENT TO SERVE AS REGISTERED AGENT

I, SHER L. ALLAN, ESQ., hereby consent to serve as Registered Agent in the state of FLORIDA, for GLOBAL PRINCIPLES, INC., a FLORIDA corporation.

I understand that as agent it will be my responsibility to accept and forward service of process and all mail to the corporation. In the event of my resignation or of any change in the Registered Office address, I will notify the Secretary of State immediately.

Date: April 30, 2002



Signature of Registered Agent  
SHER L. ALLAN, Esquire  
731 Oak Avenue  
Panama City, Florida 32401  
Florida Bar # 0847951  
(850) 914-2220