

**CAPITAL CONNECTION, INC.**

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

**PO2000055485**

Bill Potter, Inc

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-05/17/02--01052--005

\*\*\*\*\*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 \_\_\_\_\_

RECEIVED  
02 MAY 17 AM 11:35

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2002 MAY 17 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Signature \_\_\_\_\_

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

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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

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

5/17/02

**ARTICLES OF INCORPORATION OF**  
**BILL POTTER, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I – NAME**

The name of this corporation shall be BILL POTTER, INC.

**ARTICLE II – Street Address and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

14472 Mooring Drive, Seminole, Florida 33776

**ARTICLE III – Duration**

This corporation shall have perpetual existence.

**ARTICLE IV –PURPOSE**

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

**ARTICLE V – CAPITAL STOCK**

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be:  
  
100 Shares of Class A (voting) common stock,  
par value \$1 per share (the "Class A Common Stock").
2. **Payment for Stock.** All or part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.
3. **Voting.** The voting power of this Corporation shall be vested solely in the Class A Common Stock. Holders of shares of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock. There shall be no cumulative voting in the election of directors.
4. **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Class A Common Stock on a share for share basis.

#### **ARTICLE VI -- Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 14472 Mooring Drive, Seminole, Florida and the initial registered agent of this corporation at such office shall be William C. Potter. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

#### **ARTICLE VII -- Board of Directors**

The Board of Directors of this Corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

#### **ARTICLE VIII -- INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his/her successor has been duly elected and qualify. The name and street address of the initial director is:

WILLIAM C. POTTER

14472 Mooring Drive  
Seminole, Florida 33776

#### **ARTICLE IX -- Incorporator**

The name and address of the incorporator making these Articles of Incorporation are:

WILLIAM C. POTTER

14472 Mooring Drive  
Seminole, Florida 33776

#### **ARTICLE X -- BY-LAWS**

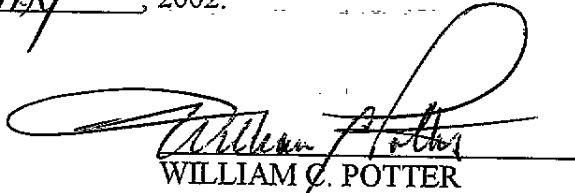
The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

**ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

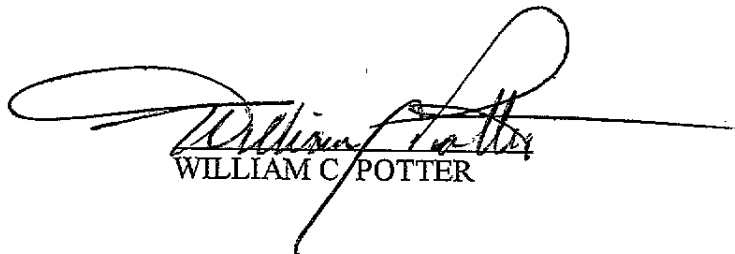
DATED this 13 day of May, 2002.

  
WILLIAM C. POTTER

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, WILLIAM C. POTTER, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 13 day of May, 2002.

  
WILLIAM C. POTTER

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