

TRANSMITTAL LETTER  
**P02000071896**

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

SUBJECT: NRG Performance of Panama City, Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Shawn Torrente  
Name (Printed or typed)

226 W 6<sup>th</sup> Street  
Address

Panama City, FL 32401  
City, State & Zip

(850) 671-1596  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUL -1 PM 12:30

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

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

7/1  
JS

**ARTICLE OF INCORPORATION**  
Of  
NRG Performance of Panama City, Inc.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Article of Incorporation for such corporation:

**FIRST:**

The name of the corporation is NRG Performance of Panama City, Inc.

**SECOND:**

The principal place of business of this corporation shall be 226 W. 6<sup>th</sup> Street, Panama City, FL 32401 and the mailing address of this corporation shall be 226 W. 6<sup>th</sup> Street Panama City, FL 32401.

**THIRD:**

The period of duration of the corporation is the perpetual.

**FOURTH:**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the law of the United States and of this state.

**FIFTH:**

This corporation is authorized to issue one thousand (1,000) share of One Dollar (\$1.00) pars value common stock.

**SIXTH:**

Except as otherwise provided by law, the entire voting power for the Election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding common shares.

**SEVENTH:**

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

**EIGHT:**

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The street address of the <sup>registered</sup> office and initial registered office of this corporation is 226 W. 6<sup>th</sup> Street. Panama City, FL 32401 and the name of the initial registered agent of this corporation at that address is Shaun Torrente

NINTH:

This corporation shall have two director. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation is as follows:

Alisa Kim Anh Nguyen  
P.O. Box 3894  
Panama City, FL 32401

Shaun Torrente  
226 W 6th Street  
Panama City, FL 32401

TENTH:

The names and address of the persons signing these are articles are:

Shaun Torrente  
440 Richview Park Circle W.  
Tallahassee, FL 32301

ELEVENTH:

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

TWELFTH:

Share of capital stock shall be issued initially to the following persons:

Alisa Kim Anh Nguyen  
P.O. Box 3894  
Panama City, Fl 32401

Shaun Torrente  
440 Richview Park Circle W.  
Tallahassee, FL 32301

Shares held by the initial shareholder listed above might not be resold or otherwise transferred to other persons unless such shares are first offered to be remaining shareholder or to this corporation. The price and terms at which and the time within which, such shares may be offered and sold shall be further specified by written agreement among the entire shareholder of this corporation.

THIRTEENTH:

At each such election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the

number of directors to be elected at that time multiplied by the number of shares, or by distributing such votes on the same principle among any number of such candidates.

FOURTEENTH:

Special meeting of shareholders may be called by a majority of the outstanding shares.

FIFTEENTH:

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholder.

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

SIXTEENTH:

All of the directors shall constitute a quorum for a meeting of directors. If quorum is present, the affirmative vote of all the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative of all of the remaining directors shall be the act of the Board of Directors.

SEVENTEENTH:

Member of the Board of Directors may participate in meeting of the Board of Directors by means of conference telephone as provide by law.

EIGHTEENTH:

The directors of this corporation may take action by written consent, as provided by law.

NINETEENTH:

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

TWENTIETH:


This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation or any amendments hereto and any right conferred upon the shareholder is subject to this reservations

IN WITNESS WHEREOF, the undersigned subscribed has executed this Article of Incorporation on this 14 day of June, 2002.

\*\*\*\*\*  
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
\_\_\_\_\_  
Signature/Registered Agent

7/1/02  
Date

  
\_\_\_\_\_  
Signature/Incorporator

7/1/02  
Date

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