

TRANSMITTAL LETTER

P02000/23964

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

SUBJECT: NATIONAL BONDING CORP.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FILED  
2002 NOV 20 AM 8:46  
TALLAHASSEE, FLORIDA

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: JUAN P. PALACTOS

Name (Printed or typed)

000008362540--0

-10/14/02-01061-006

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

1215 SE 2 Avenue, Suite 101

Address

FT. LAUDERDALE, FL 33316

City, State & Zip

(954) 828-9393

Daytime Telephone number

11-21-02  
D

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



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 15, 2002

JUAN P PALACIOS  
1215 SE 2 AVE STE 101  
FT LAUDERDALE, FL 33316

SUBJECT: NATIONAL BONDING CORP.  
Ref. Number: W02000029722

We have received your document for NATIONAL BONDING CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please remove one of the name and address in article VII, you can only have registered agent.

The fee to file articles of merger or articles of share exchange is \$35 per party to the merger or share exchange. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

You must list at least one incorporator with a complete business street address.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 802A00057465

# **Articles of Incorporation of National Bonding Corp.**

THE UNDERSIGNED have executed the following document as Incorporators of the above mentioned corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as Incorporators, and those of the Corporation, are to be determined in accordance with the laws of the State of Florida.

## **ARTICLE I CORPORATE NAME**

The name of the corporation shall be:  
**National Bonding Corp.**

## **ARTICLE II EXISTENCE**

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

## **ARTICLE III BUSINESS AND PURPOSE**

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all things herein mentioned as fully and to the same extent as natural persons might do, viz:

- a. Transact any and all lawful business;
- b. Said corporation shall further have the powers:
  - i. to have perpetual existence and succession by its corporate name;
  - ii. to sue and be sued, complain and defend in its corporate name in all actions and proceedings;
  - iii. to have a corporate seal, which may be altered at its pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any manner reproduced;
  - iv. to purchase, take over, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
  - v. to purchase, take over, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with businesses and business entities or any interest therein, wherever situated;
  - vi. to make contracts and guarantees and incur liabilities;

STATE  
OF FLORIDA  
DEPARTMENT OF STATE

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- vii. to indemnify any person who is or was a director, officer, employee or agent of the corporation to the full extent of the law as permitted by Florida Statute 607.014;
- viii. to accept service of process;
- ix. to make loans, incur liabilities, and charge interest;
- x. to collect debts from private individuals and commercial businesses;
- xi. to check credit records and run credit reports on individuals and business entities with proper authorizations;
- xii. to undertake the writing of bail and bail bonds; civil bonds, performance bonds and court bonds;
- xiii. to exercise its rights and authority as granted to it by virtue of the licensure of its employees and contractors.

#### **ARTICLE IV** **CAPITAL STOCK**

The total number of shares this corporation shall have the authority to issue is the total sum of TEN THOUSAND (10,000) shares, having an individual par value of \$0.01 per share. Unless otherwise stated in these articles or amended, there shall be only one (1) class of stock of this corporation and that class shall be common stock.

#### **ARTICLE V** **BOARD OF DIRECTORS**

The initial Board of Directors shall consist of a total of ONE person. The names and addresses of the Incorporators and directors are:

P/D JUAN P. PALACIOS  
1215 SE 2<sup>nd</sup> Avenue, Suite 101  
Fort Lauderdale, FL 33316

#### **ARTICLE VI** **NAMES OF INCORPORATORS**

The names and addresses of the Incorporators of this corporation are:

JUAN P. PALACIOS  
1215 SE 2<sup>nd</sup> Avenue, Suite 101  
Fort Lauderdale, FL 33316

#### **ARTICLE VII** **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the initial Registered Agent of this corporation shall be:

Juan P. Palacios  
1215 SE 2<sup>nd</sup> Avenue, Suite 101  
Fort Lauderdale, FL 33316

**ARTICLE VIII**  
**OFFICE LOCATION**

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

National Bonding Corp.  
1215 SE 2<sup>nd</sup> Avenue, Suite 101  
Fort Lauderdale, FL 33316

**ARTICLE IX**  
**BYLAWS**

**Adoption, Amendment, Etc.**

The power to adopt the bylaws of this corporation, to alter, amend, or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the shareholders, and the shareholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

**Scope.**

The bylaws of this Corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States of America.

**ARTICLE X**  
**SHAREHOLDER MEETINGS**

**Annual Meetings.**

The annual meeting of the shareholders of this corporation shall be held between January 1 and December 31, inclusive, in each year for the purpose of electing directors and for the transaction of such other proper business as may come before the meeting, the exact date to be established by the Board of Directors from time to time.

**Special Meetings.**

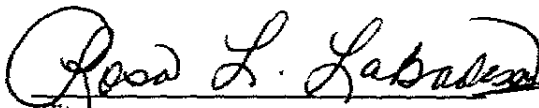
Special meetings of the shareholders of this corporation for any purpose or purposes may be called at any time by:

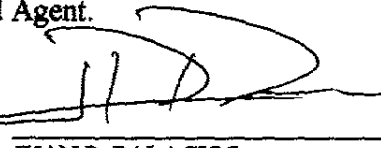
the Board of Directors;  
the Chairman of the Board of Directors (if one is so appointed);  
the President of this Corporation;  
by holders of not less than 25% of all the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting. Such

Special Meeting must be in writing and signed and dated by no less than 25% of the voting shareholders, and said document must be delivered to the Secretary of this corporation no less than 10 days before the Special Meeting is to be convened. The notice of Special Meeting must state the purpose of the meeting, issues to be covered during the meeting, and any other particulars for that meeting.

At any Special Meeting of the shareholders, only such business shall be conducted, and only such proposals shall be acted upon, as shall have been set forth in the notice of such special meeting.

IN WITNESS WHEREOF, the undersigned Incorporators have executed there Articles of Incorporation on this 14 day of November 2002 and further the undersigned hereby accepts the designation of Registered Agent.

  
Witness

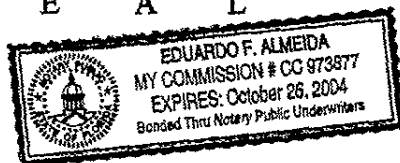
  
JUAN P. PALACIOS  
Registered Agent and Incorporator

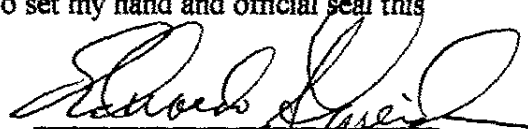
STATE OF FLORIDA :  
COUNTY OF BROWARD : SS.

BEFORE ME, a Notary Public authorized to take acknowledgements in the State of Florida, County of Broward, personally appeared JUAN P. PALACIOS, known to me and by me to be the person herein described and who executed the foregoing Articles of Incorporation and has acknowledged before me that he has executed the same.

14 IN WITNESS WHEREOF, I have hereunto set my hand and official seal this  
day of November 2002.

S E A L





Notary Public  
State of Florida at Large