

P03000034368

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

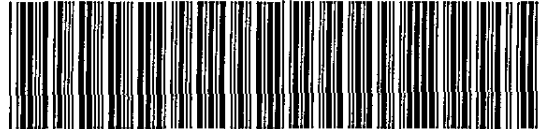
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: P.R.O.B.E. FINANCIAL COMPANY
(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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: John-K Joseph Spencer
Name (Printed or typed)

7278 Rampart Way
Address

Pensacola FL 32505
City, State & Zip

850-484-6011 Ext. 305
Daytime Telephone number

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

CERTIFICATE OF INCORPORATION OF P.R.O.B.E. FINANCIAL COMANY

FIRST: The name of this Corporation is P.R.O.B.E. FINANCIAL COMPANY

SECOND: Its registered office in the State of Florida is to be located at 7278 Rampart Way, in the City of Pensacola, County of Escambia.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

FOURTH: The amount of total authorized capital stock of the Corporation is divided into One Thousand (1,000) shares of No Par Value.

FIFTH: The names and mailing address of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected are as follows:

R. C. Spencer 7278 Rampart Way Pensacola FL 32505

J. Spencer 7278 Rampart Way Pensacola FL 32505

SIXTH: The name and mailing address of the Resident Agent is:

John-K Joseph Spencer
7278 Rampart Way
Pensacola, Florida 32505

SEVENTH: The powers of the incorporator are to terminate upon filing of the Certificate of Incorporation. The name and mailing address of the Incorporator is:

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TAMPA FLORIDA

CERTIFICATE OF INCORPORATION OF P.R.O.B.E. FINANCIAL COMPANY (Cont'd)

John-K Joseph Spencer
7278 Rampart Way
Pensacola, Florida 32505

EIGHTH: All of the Corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than twenty (20) persons.

NINETH: All of the issued stock of all classes shall be subject to the following restriction on transfer as permitted by Florida Corporation Law. Each stockholder shall offer to the Corporation or to other stockholders of the Corporation a thirty (30) day right of first refusal" option to purchase his stock should he or she elect to sell his or her stock?

TENTH: The corporation shall make no offering of any of its stock of any class which would constitute a public offering within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.

ELEVENTH: Directors of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the Corporation; or (4) a transaction from which the director derived an improper personal benefit.

TWELFTH: The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

CERTIFICATE OF INCORPORATION OF P.R.O.B.E. FINANCIAL COMPANY (Cont'd)

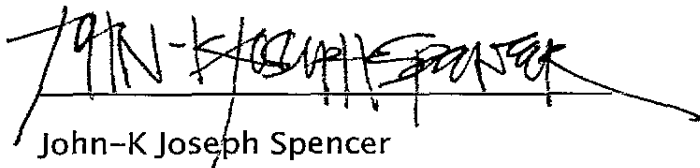
THIRTEENTH: With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose in any manner, of the whole property of this Corporation.

FOURTEENTH: The By-Laws shall determine whether and to what extent the accounts and books of this Corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida are, do make, file and record this certificate, and do certify that the facts herein stated are true; and I have accordingly hereunto set my hand.

DATED AT: Pensacola, Florida

ON: January 27, 2003

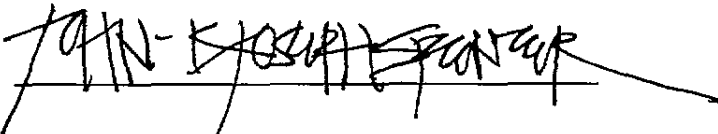
A handwritten signature in black ink, appearing to read "John-K Joseph Spencer", written over a horizontal line.

John-K Joseph Spencer
Incorporator

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.

CERTIFICATE OF INCORPORATION OF P.R.O.B.E. FINANCIAL COMPANY (Cont'd)

DATED AT: Pensacola, Florida
ON: March 3, 2003

A handwritten signature in black ink, appearing to read "John-K Joseph Spencer", written over a horizontal line.

John-K Joseph Spencer
Registered Agent

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TALLAHASSEE FLORIDA