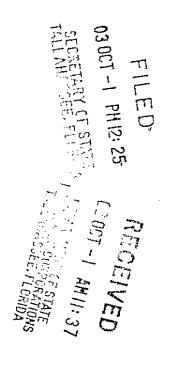
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# CAPITAL CONNECTION, INC.

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

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		_	Annual Report / Reinstatement
			Cert. Copy
			Photo Copy
			Certificate of Good Standing
			Certificate of Status
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			Officer Search
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。 "我们还是一些一点上,我们也是一个人的,我们就是一个人的,我们就是一个人的,我们就是一个人的,我们也没有一个人的,我们也没有一个人的,我们们就是一个人的人的

#### ARTICLES OF INCORPORATION

OF

# ALEX FINCH, P.A.

I, the undersigned, for the purpose of becoming a

Professional Association and Professional association for profit
under the laws of the State of Florida, adopt the following

Articles of Incorporation:

#### ARTICLE I

NAME: The name of the Professional Association shall be:

ALEX FINCH, P.A.

# ARTICLE II

ADDRESS: The initial post office address of the Professional Association in the State of Florida shall be P.O. Box 915169, Longwood, FL 32791. The initial principal office a shall be 2180 Park Avenue North, Suite 100, Winter Park, FL 327899. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE III

NATURE OF BUSINESS: The general nature of the business to be conducted by the Professional Association shall be, and is, as follows:

- (a) To provide professionally licensed attorney services;
- (b) To purchase or otherwise acquire, construct, manufacture, make and fabricate, and to hold, own, use, manage, repair, improve and utilize, and to sell, pledge, hypothecate, mortgage, lease, transfer and otherwise dispose of, and to export, import, trade and deal in and with goods, wares, merchandise, and personal property of every character and description, as principal, agent or broker, and to carry on a general mercantile and commercial business in any part of the world.
- (c) To acquire by subscription, purchase or otherwise, to hold for investment or resale, to mortgage, pledge, hypothecate, and to sell or otherwise dispose of, and in all ways to deal in and with, as principal or agent, and upon commission or otherwise, stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies and authorities, and notes, mortgages and other obligations of

individuals, and investment securities and choses in action generally, with power to issue its own securities in exchange therefor to the extent permitted by the corporation laws of the State of Florida; and to collect the interest and dividends on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things equitable and proper for the protection, conservation and enhancement of value of any securities, choses in action, properties or investments held by it; and to possess and exercise, in respect to any thereof, all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all votimg power thereon with respect thereto.

- (d) Without limit as to amount, to borrow money for the purposes of the Professional Association, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to execute, issue, sell and dispose of bonds, notes, debentures and other obligations of the Professional Association from time to time for any of its objects and purposes, without or with security and, if so determined, to secure the same by mortgage, pledge, deed of trust, or otherwise.
- (e) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to

undertake or in any way assume the liabilities of any person, firm, association or corporation; to pay for the said good will, rights, property and assets in cash, the stock of the Professional Association, bonds or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

- manner whatsoever, any corporation, firm, syndicate, association or individual to the extent that the Board of Directors may deem advisable to promote the business, interest and purposes of the Professional association, and any corporation whose stocks, bonds, securities or other obligations are in any manner, either directly or indirectly, held or guaranteed by the Professional Association; and to do any and all other acts or things toward the preservation, protection, improvement or enhancement in value of any stocks, bonds, securities of other obligations, and to do any or all such acts or things designed to accomplish any such purpose.
- (g) To employ its surplus earnings or accumulated profits from time to time as its Board of  $\overline{\text{Di}}$ rectors may determine, to

purchase or otherwise dispose of or turn to account, as its Board of Directors may from time to time determine the stocks, bonds, debentures or other securities of this Professional Association, to the extent permitted by law.

- (h) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the Professional association, without limit as to amount, with any person, firm, syndicate, committee, association or corporation, or municipal or governmental board, body, bureau, authority or agency, domestic or foreign, now or hereafter to be organized.
- operations and to transact its business and promote its objects and purposes within the State of Florida or elsewhere, either alone or with other companies, firms or individuals, without restriction as to place or amount, and to have, use, exercise and enjoy all the general powers of like professional associations; and to do all and every act or acts, thing or things, necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, or incidental or pertaining to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be consistent with the laws under which this Professional Association is organized.

IN GENERAL, and in connection with the foregoing, this Professional Association has been organized for the purpose of conducting any and all lawful business for which professional associations of a like nature may be organized under the laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers and purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purposes of the Professional Association, and none of the clauses contained in this Article shall be in anywise limited and restricted by reference to the terms of any other clauses, objects or purposes set forth in this Article, or in any other Article hereof, but that objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

# ARTICLE IV

CAPITAL STOCK: The amount of the authorized capital stock of the Professional Association, being the maximum number and the classes of shares of stock that the Professional Association is authorized to have outstanding at any one time, shall be One Thousand (1,000) shares of common voting stock, having a par value of One Cent (\$.01) per share.— All stock issued shall be fully paid and non-assessable. Any of such stock may be passed

and sold in whole or fractional shares. There shall be included in the Bylaws of the Professional Association provisions recognizing preemptive rights of stockholders and limitations of issue and transfer of stock in violation of rights or agreements of the stockholders. The stockholders may include in their agreements among themselves or with the Professional Association limitations on the transferability and agreements for preemptive rights of purchase with reference to such stock, or any part thereof, whether issued or to be issued, or options to purchase in the event of sale or pledge of stock issued by the Professional Association.

#### ARTICLE V

INITIAL CAPITAL: The amount of the capital with which this Professional Association will begin business shall not be less than the sum of One Thousand (\$1,000.00) Dollars.

#### ARTICLE VI

EXISTENCE: The Professional Association shall have perpetual existence.

#### ARTICLE VII

DIRECTORS: The initial number of the directors of this
Professional Association shall be one (1) provided, however, that

the number of directors may be changed from time to time to not more than five (5) in accordance with the Bylaws of the Professional Association as shall—from time to time be in force and effect, but shall never be less than one (1).

# ARTICLE VIII

INITIAL DIRECTORS: The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the Bylaws and these Articles of Incorporation, shall hold office until the first annual meeting of the stockholders of the Professional Association or until their successors are elected and have qualified, are as follows:

NAME

-POST OFFICE ADDRÉSS

ALEX FINCH

P.O. Box 915169 \_\_\_\_ Longwood, FL 32791

#### ARTICLE IX

INCORPORATORS: The name and post office address of each incorporator of these Articles of Incorporation and a statement of the number of shares of stock which each has agreed to take and the value of the consideration to be paid therefor is as follows:

NAME ADDRESS SHARES CONSIDERATION

ALEX FINCH P.O. Box 915169 100 \$10.00

Longwood, FL 32791

#### ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of This Professional Association is 2180 Park Avenue North, Suite 100, Winter Park, FL 23811 and the name of the initial registered agent of the Professional Association at that address is ALEX FINCH.

# ARTICLE XI

OWNERSHIP RESTRICTION: This Company shall be a corporation for profit under the laws of the State of Florida and shall also be a professional Association of licensed attorneys-at-law. All stockholders, or individuals owning an equity interest in the Professional Association shall be duly licensed attorney's-at-law.

# ARTICLE XII

PREEMPTIVE RIGHTS: Every shareholder, upon the sale of any new stock of this Professional Association 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 the issuance of fractional shares) at the price which is offered to others.

# ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The Professional Association shall indemnify any officer or director, or any

former officers or directors, to the full extent permitted by

#### ARTICLE XIV

CONDUCT OF AFFAIRS OF PROFESSIONAL ASSOCIATION: In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the Professional association:

- (a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the Professional association except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved upon or reserved to the stockholders.
- (b) Authorized shares of the capital stock of the Professional Association shall be issued only for a consideration having a value in the judgment of the Board of Directors at least equivalent to the full par value of such par value stock.

  Nothing herein contained shall however restrict the issuance of any such stock by the Professional association for a consideration of more than the par value of said stock.

- (c) The initial Bylaws may be adopted by the incorporators hereto. Such Bylaws may be amended, altered or repealed only by the stockholders of the Professional Association by affirmative vote of the holders of a majority of the common stock outstanding and entitled to be voted. No such Bylaws shall be in conflict with the provisions of the Articles of Incorporation or of any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the Professional Association.
- (d) The Professional Association shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.
- (e) At all elections of directors, each holder of common stock shall be entitled to as many votes as shall equal the number of his shares of common stock multiplied by the number of directors to be elected, and he may cast all of such votes, in person or by proxy, for a single director or distribute them among the number to be voted for, or any two or more of the number to be voted, as he may see fit.
- (f) No contract or other transaction between the Professional Association and any other firm, association or

corporation shall be affected or invalidated by the fact that any one or more of the directors is or are interested in or is a member, director or officer, or are members, directors or officers of such other firm, corporation or professional association and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the Professional Association or in which the Professional Association is interested; and no contract, act or transaction of the Professional Association with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the Professional Association is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be interested.

# ARTICLE XV

AMENDMENTS: The Professional Association reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law and all rights conferred upon the stockholders herein are granted subject to

this reservation. Every such amendment shall be approved by the holders of at least a majority of the outstanding capital stock.

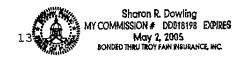
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal this 30th day of September, 2003, for the purpose of forming this Professional Association under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

ALEX FINCH

STATE OF FLORIDA COUNTY OF ORANGE

WITNESS my hand and official seal this  $30^{\frac{10}{10}}$  day of September, 2003.

NOTARY PUBLIC of Florida My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, Florida Statutes:

ALEX FINCH, P.A., a Professional Association organized under the laws of the State of Florida with its principal office located at 2180 Park Avenue North, Suite 100 has named ALEX FINCH located at 2180 Park Avenue North, Suite 100, Winter Park, FL 32789 its agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

NAME & TITLE

ALEX FINCH
President Vice President,
Treasurer, Secretary

P.O. Box 915169 \_Longwood, FL 32791

NEWLY APPOINTED DIRECTORS:

NAME

--ADDRESS

ADDRESS

ALEX FINCH

P.O. Box 915169 \_\_\_\_ Longwood, FL 32791

Corporate Officer

ALEX FINCH

I, ALEX FINCH, agree as Registered Agent to accept service of process and to post my name in some conspicuous place in the office as required by law.

DAY LINC.