

P05000020660

(Requestor's Name)

ZIP'S RECOVERY INC.  
203 GENTRY ST  
CLEARWATER FL 33765

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

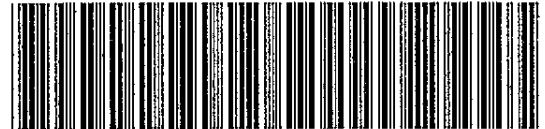
(Business Entity Name)

(Document Number)

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05 FEB -3 PM 1:20  
2/9/05

V. Ingram  
2/9/05

**ARTICALS OF INCOROPRATION**

**OF**

**ZIP'S RECOVERY INC**

FILED

05 FEB -3 PM 1:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1. NAME**

THE NAME OF THIS CORPORATION SHALL BE ZIP'S RECOVERY INC.

**ARTICLE 11. COMMENCEMENT & DURATION**

THE COMMENCEMENT OF THIS CORPORATION'S EXISTENCE SHALL BE AT THE TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DIVISION OF CORPORATIONS. THIS CORPORATION'S DURATION SHALL BE PERPETUAL.

**ARTICLE 111. PURPOSE**

THIS CORPORATION IS BEING ORGANIZED FOR THE PURPOSE OF ENGAGING IN TRANSACTION OF ANY KIND AND ALL BUSINESS ACTIVITIES UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

**ARTICLE 1V CAPITAL STOCK.**

THIS CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE 10,000 SHARES OF COMMON CAPITAL STOCK AT -0- PAR VALUE

**ARTICLE V PREEMPTIVE RIGHTS**

EVERY SHAREHOLDER UPON THE SALE FOR CASH BY THIS CORPORATION OF ANY SHARES OF NEW CAPITAL STOCK OF THE SAME KIND, CLASS, SERIES, AS THAT WHICH THE SHARE HOLDER ALREADY HOLDS, SHALL HAVE THE PREEMPTIVE RIGHT TO PURCHASE A PRO RATA SHARE THEREOF {AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL SHARES} AT THE PRICE AT WHICH SUCH SHARES ARE OFFERED TO OTHERS.

## **ARTICLE V1 TRANSFER RESTRICTIONS**

NO SHAREHOLDER SHALL HAVE THE RIGHT TO SELL, ASSIGN, PLEDGE, ENCUMBER, TRANSFER, OR OTHERWISE DISPOSE OF ANY SHARES OF THE CAPITAL STOCK OF THIS CORPORATION. WITHOUT FIRST OFFERING SUCH SHARES FOR SALE TO THIS CORPORATION AT A NEW ASSET VALUE THEREOF.

SUCH OFFER SHALL BE IN WRITING, SIGNED BY THE SHAREHOLDER, SENT BY REGISTERED OR CERTIFIED MAIL TO THIS CORPORATION AT ITS REGISTERED OFFICE ADDRESS, AND OPENED FOR ACCEPTANCE BY THIS CORPORATION FOR A PERIOD OF FIFTEEN DAYS FROM THE DATE OF MAILING.

IF THIS CORPORATION FAIL OR REFUSES, WITHIN SUCH PERIOD, TO MAKE SATISFACTORY ARRANGEMENTS FOR THE PURCHASE OF SUCH SHARES, THE SHAREHOLDER SHALL HAVE THE RIGHT TO DISPOSE OF SUCH SHARES WITHOUT FURTHER NOTICE.

ON THE DEATH OF ANY SHAREHOLDER, THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE ANY CAPITAL STOCK OWNED BY THE SHAREHOLDER IMMEDIATELY PRIOR TO THE SHAREHOLDER'S DEATH ON THE TERMS SET FORTH ABOVE, AND THIS PROVISION SHALL BE BINDING UPON THE PERSONAL REPRESENTATIVE OF THE SHAREHOLDER.

EACH STOCK CERTIFICATE ISSUED BY THIS CORPORATION SHALL CARRY THE FOLLOWING LEGEND;

“THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THIS CORPORATION'S ARTICLES OF INCORPORATION. A COPY OF WHICH IS ON FILE AT THIS CORPORATION'S PRINCIPAL OFFICE.

## **ARTICLE V11 INITIAL BOARD OF DIRECTORS**

THE NUMBER OF DIRECTORS ON THIS CORPORATION: THE INITIAL BOARD OF DIRECTORS SHALL BE UP TO SIX. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF EACH INDIVIDUAL WHO SHALL SERVE AS MEMBER OF THE INITIAL BOARD OF DIRECTORS ARE;

TODD TILWICK  
2032 GENTRY STREET  
CLEARWATER FL 33765

**JOHN FORGIONE  
2032 GENTRY STREET  
CLEARWATER FL33765**

## **ARTICLE V111 INDEMNIFICATION**

**THIS CORPORATION SHALL INDEMNIFY ANY OFFICER, DIRECTOR, EMPLOYEE OR AGENT AND ANY FORMER OFFICER, DIRECTOR, EMPLOYEE, OR AGENT TO THE FULL EXTENT PERMITTED BY LAW.**

## **ARTICLE 1X PRINCIPAL OFFICE & AGENT**

**THE ADDRESS OF THIS CORPORATIONS PRICIPAL OFFICE AND THE ADDRESS OF ITS REGISTERED AGENT SHALL BE;**

**2032 GENTRY STREET  
CLEARWATER FLORIDA 33765**

**THE NAME OF THE INDIVIDUAL WHO SHALL SERVE AS THE COROPRATIONS REGESTERED AGENT IS;**

**TODD TILWICK  
2032 GENTRY STREET  
CLEARWATER FL. 33765**

**THE NAME AND ADDRESS OF THE INCORPORATOR IS;**

**TODD TILWICK  
2032 GENTRY STREET  
CLEARWATER FL. 33765**

## **ARTICLE X AMEDMENT**

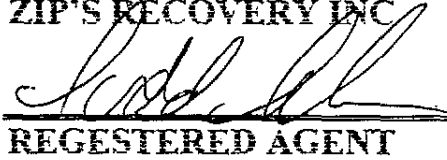
**THIS COROPRATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION IN THESE ARTICALES OF INCORPORATION, OR ANY AMENDMENTS HERTO. ANY RIGHTS CONFERRED UPON THE SHAREHOLDERS SHALL BE SUBJECT TO THIS RESERVATIONS**

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INCORPORATOR

12-30-04  
DATE

I HERBY ACCEPT MY DESIGNATION AS REGISTERED AGENT  
AND AGREE TO SERVE AS THE REGISTERED AGENT FOR  
ZIP'S RECOVERY INC

  
REGISTERED AGENT

12-30-04  
DATE

FILED

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA