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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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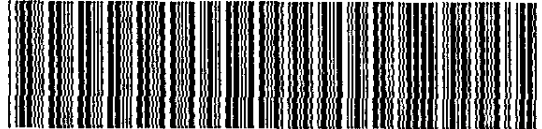
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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MRB  
12/15

**CAREY, O'MALLEY, WHITAKER & MANSON, P.A.**

ATTORNEYS AT LAW

712 SOUTH OREGON AVENUE  
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RICHARD B. CAMPBELL

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DANIEL D. WHITAKER

TELEPHONE: 813-250-0577

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December 13, 2005

Corporate Records Bureau  
Division of Corporations  
Florida Department of State  
2661 Executive Center Circle  
Clifton Building  
Tallahassee, Florida 32301-5024

VIA UPS NEXT DAY AIR

Re: Thriftquest, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me.

Also enclosed is our firm check in the amount of \$78.75, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>8.75</u>
	<b>Total</b>	<b>\$78.75</b>

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

*Nancy Barnes*

Nancy Barnes, Paralegal

NRB/jlh  
Enclosures

cc: Thriftquest, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THRIFTQUEST, INC.**

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The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

**ARTICLE 1**

**Name**

The name of this corporation is Thriftquest, Inc.

**ARTICLE 2**

**Principal Address / Mailing Address**

The principal address and the mailing address of this corporation is 4304 South Dale Mabry Highway, Tampa, Florida 33611.

**ARTICLE 3**

**Shares**

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE 4**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 712 South Oregon Avenue, Tampa, Florida 33606-2543, and the name of the initial registered agent of this corporation at that address is Carey, O'Malley, Whitaker & Manson, P.A.

**ARTICLE 5**

**Incorporator**

The name and address of the person signing these Articles are:

Christopher L. Pearson      4304 South Dale Mabry Highway  
Tampa, Florida 33611

**ARTICLE 6**

**Initial Board of Directors**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (3).

The names and addresses of the initial directors of this corporation are:

Christopher L. Pearson  
4304 So. Dale Mabry Highway  
Tampa, FL 33611

Larry R. Pearson  
13223 Palmilla Circle South  
Dade City, FL 33525

Douglas S. Becker  
8125 - 3rd Street North  
St. Petersburg, FL 33702

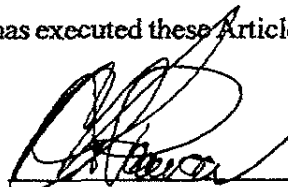
The method of election of directors will be as stated in the Bylaws.

#### **ARTICLE 7**

##### **Indemnification**

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, on December 12, 2005.

  
\_\_\_\_\_  
Christopher L. Pearson

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of December, 2005, by Christopher L. Pearson.

SEAL



Sara Aldea Quick  
My Commission DD360131  
Expires October 04, 2008

Sara Aldea Quick  
Print Name of Notary:

Personally known ☒  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_


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TALLAHASSEE, FLORIDA

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**Acceptance of Registered Agent**

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



E. Ashley McRae on behalf of  
Carey, O'Malley, Whitaker & Manson, P.A.  
712 South Oregon Avenue  
Tampa, Florida 33606-2543

O:CL:CorpMisc\0140