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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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#### Ryan Hicks Cumpton & Cumpton LLP

Attorneys at Law

41 North Jefferson Street Suite 110

L. Thomas Ryan, Jr.\* C. Gary Hicks\*‡ Michael L. Cumpton\*‡ Susan O'Brien Cumpton\*‡ Telephone: (850) 432-0029 Facsimile: (850) 432-4616

February 16, 2007

† LLM in Taxation

\* Admitted to practice in Alabama

# Admitted to practice in Florida

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

RE: F

FILING OF NEW CORPORATION

#### Gentlemen:

This law firm represents TEC Business Holdings, Inc., which seeks to be formed as a new corporation under the laws of the State of Florida.

Enclosed you will find the original and one copy of the Articles of Incorporation of TEC Business Holdings, Inc. Please cause these to be filed and return a certified copy to our office.

We have enclosed a check in the amount of \$78.75, which represents the initial filing fee of \$35.00, the registered agent designation fee (\$35.00), and \$8.75 for the certified copy.

If you require anything further to process this request, please contact me.

Thank you for your assistance in this matter.

Michael L. Cumpton

Sincere

MLC/pmc Enclosures

## ARTICLES OF INCORPORATION OF TEC BUSINESS HOLDINGS, INC.

The undersigned incorporator, pursuant to the provisions of the Florida Code Chapter 60¶, et seq., do hereby adopt and authorize the filing of these Articles of Incorporation with the following provisions:

### ARTICLE ONE NAME OF CORPORATION

The name of the corporation is TEC BUSINESS HOLDINGS, INC.

2007 FEB 26 PH 3: 23 SECKETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE TWO PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address for the corporation is:

TEC BUSINESS HOLDINGS, INC. 8782 Thunderbird Drive Pensacola, Florida 32514 Telephone: (850) 477-0455

#### ARTICLE THREE BUSINESS PURPOSE

The purpose or purposes for which the corporation is organized shall be the importing and selling of retail products or other such lawful business which corporations may be incorporated under said Act, and the corporation shall be and is hereby expressly authorized so to do. Without limitations, said purposes shall include the following: Each and every lawful business, commercial, manufacturing, construction, service, financial, investment, transportation, mining, sales, purchase, agency, brokerage and management activity not specifically prohibited to this corporation under the laws of the United States or of the State of Florida. In furtherance of the purposes for which this corporation is formed, the corporation shall have the power to purchase, loan, own, control, use, develop, improve, exchange, mortgage, lease, rent, sell, convey or otherwise acquire and dispose of, deal generally in and with, real property and personal property, both improved and unimproved and any and all oil, gas and other minerals and mineral rights of every kind, wherever situated; to erect, to cause to be erected on lands owned, held, or occupied by the corporation, houses, buildings, or other structures, with their appurtenances; to manage, operate, lease, rebuild, enlarge, alter or improve any buildings, or other structures now or hereafter erected on any land so owned, held, or occupied; to encumber, sell or otherwise dispose of any lands, or interest in lands, and any buildings or structures, any houses, stores, shops, or other suites, rooms, or part of any building or other structures, at any time owned or held by the corporation; and in general to transact any transaction with property, either real or personal, in the furtherance of the goals and purposes in which this corporation is formed. Further, the corporation shall have the express power to borrow or raise money for any of the purposes of the corporation; and, from time to time, without limits as to amounts, to draw, make, accept, endorse, and execute promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or non-negotiable instruments, and evidences of indebtedness; and to secure the payment of and thereof, and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust, of the whole or any part of the property of the corporation; to sell, pledge, or

otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

The corporation shall have the power, in general, to carry on any other business, in connection with the foregoing, or otherwise, and to have and exercise all the powers conferred by the laws of the State of Florida upon corporations formed under the Florida Code, Chapter 601, *et. seq.*, and all applicable laws of the State of Florida, and to do any and all the things allowed by close corporations formed under the laws of the State of Florida.

#### ARTICLE FOUR NUMBER OF SHARES AUTHORIZED

The aggregate number of shares which the corporation shall have authority to issue shall be one thousand (1,000) shares with a par value per share equaling ONE AND 00/100 (\$1.00) DOLLAR, with one thousand (1,000) shares being issued initially.

#### ARTICLE FIVE NAMES AND ADDRESSES OF OFFICERS AND DIRECTORS

The following individuals are identified as officers and directors of TEC BUSINESS HOLDINGS, INC.:

CARLOS TEICHERT
(PRESIDENT
And
DIRECTOR)
8782 Thunderbird Drive
Pensacola, Florida 32514
Telephone: (850) 477-0455

CYNTHIA TEICHERT
(VICE-PRESIDENT
And
SECRETARY/TREASURER
And
DIRECTOR)
8782 Thunderbird Drive
Pensacola, Florida 32514
Telephone: (850) 477-0455

#### ARTICLE SIX NAME AND ADDRESS OF REGISTERED AGENT

The following individual is identified as the REGISTERED AGENT of TEC BUSINESS HOLDINGS, INC. (and said REGISTERED AGENT has accepted such designation by signing these Articles of Incorporation as required under statute):

MICHAEL L. CUMPTON
Ryan, Hicks, Cumpton & Cumpton, LLP
Attorneys at Law
41 North Jefferson Street
Suite 110
Pensacola, Florida 32502
Telephone: (850) 432-0029
Fax: (850) 432-4616

I, Michael L. Cumpton, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, acknowledge and agree that I am familiar with and accept the appointment as registered agent and agree to act in this capacity

MICHAEL L. CUMPTON, Initial Registered Agent (who signs, separately, at the end of this document as well)

#### ARTICLE SEVEN NAME AND ADDRESS OF INCORPORATOR

The following individual is identified as the INCORPORATOR of TEC BUSINESS HOLDINGS, INC. (and said INCORPORATOR has accepted such designation by signing these Articles of Incorporation as required under statute):

CARLOS TEICHERT 8782 Thunderbird Drive Pensacola, Florida 32514 Telephone: (850) 477-0455

I, CARLOS TEICHERT, formally accept the designation of INCORPORATOR for TEC BUSINESS HOLDINGS, INC., and I have signed my name to this document acknowledging my acceptance of such designation and the acceptance of such rights, duties and obligations of such position, as required under the laws of the State of Florida.

CARLOS TEICHERT, Incorporator

(who signs, separately, at the end of this document as well)

### ARTICLE EIGHT EFFECTIVE DATE OF CORPORATION

The EFFECTIVE DATE of this corporation shall be the DATE OF FILING of these Articles of Incorporation. Such corporation shall be perpetual in nature.

day of February 2007.

**INCORPORATOR** 8782 Thunderbird Drive Pensacola, Florida 32514

Telephone: (850) 477-0455; SIGNED ON: 2/13/07

CERTIFICATION AND ACCEPTANCE OF REGISTERED AGENT FOR SERVICE OF PROCESS

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.

MICHAEL L. CUMPTON.

AGENT FOR SERVICE OF PROCESS

Ryan, Hicks, Cumpton & Cumpton, LLP

Attorneys at Law

41 North Jefferson Street

Suite 110

Pensacola, Florida 32502

Telephone: (850) 432-0029

Fax: (850) 432-4616; SIGNED ON: