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To:

Division of Corporations  
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From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

S/B COP SHOP, INC.

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**ARTICLES OF INCORPORATION  
OF  
S/B COP SHOP, INC.**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **S/B COP SHOP, INC.**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is **477 20<sup>th</sup> Avenue, Indian Rocks Beach, Florida 33785.**

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is **Kathleen E. Wiley, 477 20<sup>th</sup> Avenue, Indian Rocks Beach, Florida 33785**

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### **ARTICLE V: SPECIAL PROVISIONS**

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

### **ARTICLE VI: PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

### **ARTICLE VII: OFFICERS AND DIRECTORS**

The name and address of the initial Officer and Director of the corporation is:

**Kathleen E. Wiley, President/VP/S/T, 477 20<sup>th</sup> Avenue, Indian Rocks Beach, Florida 33785**

### **ARTICLE VIII: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Your Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

The undersigned has executed these Articles of Incorporation this 20<sup>th</sup> day of December 2007.

Your Capital Connection, Inc., by Weimar Lopez , Client Representative

  
\_\_\_\_\_

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## CERTIFICATE OF DESIGNATION

## REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607-0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office, registered agent, in the state of Florida.

1. The name of the corporation is: S/b Cop Shop, Inc.

2. The name and street address of the registered agent and office is: Kathleen E. Wiley  
477 20<sup>th</sup> Avenue  
Indian Rocks Beach, Fl. 33785

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS 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.

Kathleen E. Wiley

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