

FD8000/02375

(Requestor's Name)

MARK A. GARCIA

4621 Longfellow

Tampa FL 33629

(City/State/Zip/Phone #)



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

MRD  
11/18

November 11, 2008

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Via: US Mail Only

Re: **IPCFO, INC.**

Dear Sir or Madam:

Enclosed for filing please find the following documents regarding the above-referenced matter:

- (a) An original and copy of the Articles of Incorporation for IPCFO, INC.;
- (b) A check for \$70.00 to cover the filing fee; and
- (c) A Designation and Acceptance of Registered Agent, duly executed.

Please return a stamped copy of the filed Articles of Incorporation for IPCFO, INC. in the self-addressed stamped envelope provided.

Thank you.

Sincerely,



Mark A. Garcia, Registered Agent

Enclosures

ARTICLES OF INCORPORATION  
OF  
IPCFO, INC.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, action as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.**

**Name**

The name of the Corporation is **IPCFO, INC.**

**II.**

**Term of Existence**

The Corporation shall have perpetual existence commencing **IMMEDIATELY**.

**III.**

**Principal Office**

The principal office of the Corporation is **1721 N. HOWARD AVENUE, TAMPA, FLORIDA 33607**.

**IV.**

**Capital Stock**

The Corporation is authorized to issue 50 shares of one dollar (\$1.00) par value common stock, which will be designated Common Stock.

**V.**

**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is **1721 N. HOWARD AVENUE, TAMPA, FLORIDA 33607** and the name of its initial registered agent at such address is **MARK A. GARCIA**.

**VI.**

**Directors**

The Corporation will have 2 directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

**Name**

**MARK A. GARCIA  
4621 WEST LONGFELLOW AVENUE  
TAMPA, FL 33629**

**Name**

**MARTIN L. POLO  
4604 W. VASCONIA STREET  
TAMPA, FL 33629**

**VII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

**MARK A. GARCIA**  
**4621 WEST LONGFELLOW AVENUE**  
**TAMPA, FL 33629**

**VIII.**  
**Preemptive Rights**

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

**IX.**  
**Affiliated Transactions**

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

**X.**  
**Control Share Acquisitions**

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

**XI.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

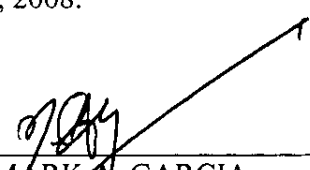
**XII.**  
**Indemnification**


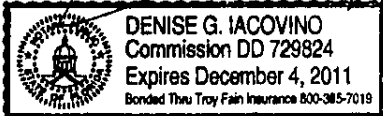
The Corporation shall indemnify its officers, directors, and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation to the fullest extent permitted by law.

**XIII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on 11<sup>th</sup> day of November, 2008.

  
\_\_\_\_\_  
MARK A. GARCIA  
Incorporator

 Notary 11/11/08  
  
DENISE G. IACOVINO  
Commission DD 729824  
Expires December 4, 2011  
Bonded thru Troy Fair Insurance 800-385-7019

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to the provisions of the Florida Professional Service Corporation Act, Chapter 621, Florida Statutes, the undersigned 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 **IPCFO, INC.**;
- (2) The name of the registered agent is **MARK A. GARCIA**; and
- (3) The address of the registered agent / registered office is:  
**1721 N. HOWARD AVENUE, TAMPA, FL 33607.**

**ACCEPTANCE**

Having been named as Registered Agent and designated to accept service of process for the above corporation, 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 and accept the obligations of my position as Registered Agent.

By: \_\_\_\_\_

Mark A. Garcia

Date: \_\_\_\_\_

11/11/06

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA