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Account Number: 072720000265 Phone: (305)665-5944

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# FLORIDA PROFIT/NON PROFIT CORPORATION

Philatelic Stamp Authentication & Grading, Inc.

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June 4, 2009

FLORIDA DEPARTMENT OF STATE Division of Corporations

\*\*\*ANN FISHER, P.A.\*\*\*

SUBJECT: PHILATELIC STAMP AUTHENTICATION & GRADING, INC.

REF: W09000026224

We have received your document for PHILATELIC STAMP AUTHENTICATION & GRADING, INC. and your check(s) totaling \$. Eowever, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and jif different the mailing address of the entity. A post office box is not acceptable for the principal office.

If you have any further questions concerning your document, please call (850) 245-6062.

Eula Peterson Regulatory Specialist II New Filing Section

FAX Aud. #: H09000134700 Letter Number: 809A00018804

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### ARTICLES OF INCORPORATION

**OF** 

## PHILATELIC STAMP AUTHENTICATION & GRADING, INC.

The undersigned adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

### ARTICLE I -NAME

The name of the corporation shall be Philatelic Stamp Authentication & Grading, Inc.

### ARTICLE II - COMMENCEMENT & DURATION

The corporation shall commence its existence on June 3, 2009 and shall exist perpetually unless sooner dissolved according to law.

### ARTICLE III - ADDRESS

The address of the corporation is 7721 SW 145 St., Village of Palmetto Bay FL 33158.

# ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

No. Shares	Classification	Par Value
500	Common	1.00

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

EFFECTIVE DATE 4/3/09

Prepared by: Ann Fisher, P.A. 1514 Zuleta Ave. Coral Gables FL 33146 305-665-5944 Fla Bar No: 0328227 H09000134700 3

## ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is J. Randall Shoemaker, 7721 SW 145 St., Village of Palmetto Bay, FL 33158.

### <u>ARTICLE VI - INCORPORATOR</u>

The name and address of the incorporator of the corporation is J. Randall Shoemaker, 7721 SW 145 St., Village of Palmetto Bay, FL 33158.

### **ARTICLE VII - BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter according to the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation is J. Randall Shoemaker, 7721 SW 145 St., Village of Palmetto Bay, FL 33158.

### ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

### ARTICLE IX - AMENDMENTS TO ARTICLES

The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation this 3 day of June, 2009.

EFFECTIVE DATE 6/3/09

Incorporator

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### ACCEPTANCE BY REGISTERED AGENT

HAVING 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.

Kegislered Agent

Date: 6-3-2009

SFFECTIVE DATE 6/3/09

