

P95000023201

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1 800 342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
MAR 22 PM 2:22  
TALLAHASSEE, FL 32301

EFFECTIVE DATE  
3-20-95

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY AAK \_\_\_\_\_

WALK-IN  
Will Pick Up 3:30 1210

RE: Government Guarantee  
Services, Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation	***122.50	***122.50
Annual Report/Restatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

LAW OFFICES  
**JEFFER, CIOFFI & RICE, P.A.**  
TEQUESTA CORPORATE CENTER - SUITE 200  
250 TEQUESTA DRIVE  
P.O. BOX 3010  
TEQUESTA, FLORIDA 33469  
TELEPHONE (407) 747-8000  
FAX (407) 575-8167

Herman Jeffer  
James A. Cioffi, P.A.  
Patrick A. Rice, P.A.

~~OF COURSE~~  
Jeffer, Hopkinson, Vogel,  
Coomber & Fetter  
NEW JERSEY OFFICE  
1600, ROUTE 208  
P.O. BOX 507  
(201) 423-0100  
NEW YORK OFFICE  
130 BROADWAY, SUITE 2200  
NEW YORK, N.Y. 10038  
(212) 400-7260

March 20, 1995

Florida Secretary of State  
Division of Corporation  
Certification Section  
409 East Gaines Street  
Tallahassee, FL 32301

Re: GOVERNMENT GUARANTEE SERVICES, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the captioned matter, with our check in the amount of \$122.50 representing:

\$35.00  
35.00  
52.50

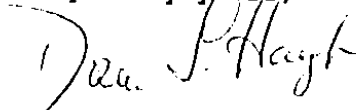
Filing Fee  
Registered Agent Fee  
Certified Copy

Please file these Articles and return the certified copy to us as soon as possible.

Please call if you have any questions.

Thanking you in advance, I am

Very truly yours,

  
DOREEN L. HAIGH  
Legal Assistant

Enclosures (as stated above)

**ARTICLES OF INCORPORATION**

**OF**

**GOVERNMENT GUARANTEE SERVICES, INC.**

**FILED**

95 MAR 22 PM 2:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator(s), competent to contract, and where required, duly licensed to render the services mentioned in Article II - Purpose, hereby organize and incorporate a business for profit under the laws of the State of Florida.

**Article I - Name**

The name of the Corporation shall be **GOVERNMENT GUARANTEE SERVICES, INC.**

**Article II - Purpose**

The Corporation is formed to engage in and conduct any activity or business permitted under the laws of the United States and of this State.

**Article III - Capital Stock**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is **7,500.00 shares of common stock** having a nominal or par value of **\$1.00 per share**. All of said stock shall be issued as fully paid and non-assessable.

The Corporation may restrict the transfer of the shares of its capital stock by any provisions duly recited or referred to on the certificates affected thereby.

Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive rights to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

The Corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock, upon such terms and conditions and at such times and prices as the Board of Directors may provide, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights.

In the absence of fraud, the judgment of the Directors as to the adequacy of consideration for the issuance of such rights or options and the sufficiency thereof shall be conclusive.

**EFFECTIVE DATE**

3-20-95

#### **Article IV - Initial Capital**

The Corporation will commence business with not less than \$500.00 of its capital stock fully paid in and issued.

#### **Article V - Terms of Existence**

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

#### **Article VI - Address**

The principal office of the Corporation shall be **250 Tequesta Drive, Ste. 200, Tequesta, Florida 33469**. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

#### **Article VII - Director(s)**

The Corporation shall have not less than one (1) nor more than nine (9) Directors. The number of Directors shall be determined by the Stockholders at their annual meeting.

#### **Article VIII - Initial Director(s)**

The following are the name(s) and address(es) of the first Board of Directors who shall hold office until their successor(s) is/are elected:

**Doreen L. Haigh                      250 Tequesta Drive, Ste. 200, Tequesta, FL 33469**

#### **Article IX - Incorporator(s)**

The following name(s) and address(es) of the Incorporator(s) is/are as follows:

**Doreen L. Haigh                      250 Tequesta Drive, Ste. 200, Tequesta, FL 33469**

#### **Article X - Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is **250 Tequesta Drive, Ste. 200, Tequesta, FL** and the name of the initial registered agent of this Corporation at that address is **Doreen L. Haigh**.

### Article XI - Amendment

The Corporation, by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose, reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Stockholders herein are granted subject to this reservation.

### Article XII - Powers

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

### Article XIII - Indemnification

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, I/we, the undersigned Incorporator(s), have hereunto set my/our hand(s) and seal(s) this 20<sup>th</sup> day of March, 1995, for the purpose of forming this Corporation under the laws of the State of Florida and I/we hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

  
Doreen L. Haigh


STATE OF FLORIDA       )  
COUNTY OF PALM BEACH   )

BEFORE ME, the undersigned authority, personally appeared Doreen L. Haigh, to me well known to be the person(s) described in and who executed the foregoing instrument or who produced \_\_\_\_\_ as identification and he/she/they acknowledged before me that he/she/they executed the same for the purposes therein expressed and who did take an oath.

WITNESS my hand and official seal this 20<sup>th</sup> day of March, 1995.



GAIL L. HAGENAUGH  
My Commission CC367397  
Expires Apr. 25, 1998  
Bonded by HAI  
800-422-1555

  
NOTARY PUBLIC  
My Commission Expires:  
(N.P. SEAL)

**Certificate Designating Place of Business or  
Domicile for the Service of Process within this State,  
Naming Agent upon Whom Process May Be Served**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **GOVERNMENT GUARANTEE SERVICES, INC.** desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Town of Tequesta, County of Palm Beach, State of Florida, and has named **Doreen L. Haigh** located at **250 Tequesta Drive, Ste. 200, Tequesta, Florida 33469** is its agent to accept service of process within this State.

**Acknowledgment by Designated Agent**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
**Doreen L. Haigh**

FILED  
MAR 22 PM 3:32  
CLERK OF DISTRICT COURT  
TEQUESTA, FLORIDA