

995000024593

**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 \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

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

FILED  
95 MAR 28 AM 11:42  
CLERK OF COURT  
TALLAHASSEE, FLORIDA

03/28/95

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

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

BY SW \_\_\_\_\_

WALK-IN Will Pick Up 3:28 110

RE: Barley and Heid, Inc.

95 MAR 20 11 09 50

DIVISION OF CORPORATION

C.C. FEE.

DISBURSED

☐ Capital Express™  
☒ Art. of Inc. Filo  
☐ Corp. Record Search  
☐ Ltd. Partnership Filo  
☐ Foreign Corp. Filo  
☒ ( ) Cert. Copy(s)  
  
☐ Art. of Amend. Filo  
☐ Dissolution/Withdrawal  
☐ C U S-  
☐ Fictitious Name Filo  
  
☐ Name Reservation  
☐ Annual Report/Reinstatement  
☐ Reg. Agent Service  
☐ Document Filing  
  
☐ Corporate Kit  
☐ Vehicle Search  
☐ Driving Record  
☐ Document Retrieval  
  
☐ UCC 1 or 3 Filo  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ Filo No.'s, \_\_\_\_\_ Copies  
☐ Courier Service  
☐ Shipping/Handling  
☐ Phone ( )  
☐ Top Priority  
☐ Express Mail Prep.  
☐ FAX ( ) pgs.

10500001-141-1-013-1  
\*\*\*122.50\*\*\* \*\*122.50

**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

ARTICLES OF INCORPORATION  
OF

BAILEY AND REID, INC.

FILED

95 MAR 28 AM 11:42

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is BAILEY AND REID, INC.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The purpose for which the corporation is organized is to transact any or all lawful business and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV - STOCK

Number. The aggregate number of shares that the corporation shall have the authority to issue is 1000 shares of Capital Stock, all of which shall be common shares without par value.

Initial issue. One hundred (100) shares of the Capital Stock of the corporation shall be the initial issue.

Stated capital. The sum of the issue value of all shares of

Articles of Incorporation  
Bailey and Reid, Inc.  
Page 2

Capital of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

ARTICLE V - ADDRESS

The initial street address in Florida of the principal office of the corporation is 15930 U.S. Highway 441, Eustis, Florida 32726.

ARTICLE VI - DIRECTORS

The initial board of directors shall consist of not less than one member and no more than three members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VII - DIRECTORS ADDRESS

The name and address of the person who shall serve as director until the first annual meeting of shareholders, or until his successor shall have been elected and qualified is as follows:

Articles of Incorporation  
Bailey and Reid, Inc.  
Page 3

NAME

ADDRESS

Wayne C. Bailey

15930 U.S. Highway 441  
Eustis, Florida 32726

ARTICLE VIII - INCORPORATORS

The incorporator of this corporation is:

NAME

ADDRESS

Wayne C. Bailey

15930 U.S. Highway 441  
Eustis, Florida 32726

ARTICLE IX - REGISTERED AGENT

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State together with these Articles of Incorporation, the name and address of the initial registered agent for the corporation is **WAYNE C. BAILEY**, 15930 U.S. Highway 441, Eustis, Florida 32726.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized and issued shares of

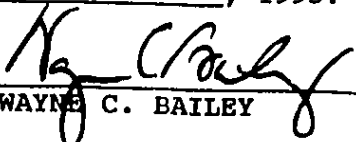
Articles of Incorporation  
Bailey and Reid, Inc.  
Page 4

common stock held by the holder of all shares of common stock currently authorized (authorized and issued).

ARTICLE XII - CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders meeting for the election of directors, that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, THE UNDERSIGNED have made and subscribed these articles of incorporation at Mount Dora, Florida on the 27th day of MARCH, 1995.

  
\_\_\_\_\_  
WAYNE C. BAILEY  
Incorporator

STATE OF FLORIDA  
COUNTY OF LAKE

Before me, the undersigned authority, personally appeared WAYNE C. BAILEY, who is personally known to me and who is known to be the person described in and who subscribed the above articles of incorporation, and he did freely and voluntarily

Articles of Incorporation  
Bailey and Reid, Inc.  
Page 5

acknowledge before me according to law that he made and  
subscribed the same for the uses and purposes therein mentioned  
and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my  
official seal, at Mount Dora in said County and State this 27  
day of March, 1995.

Patricia A. Alred  
Notary Public Signature  
PATRICIA A. ALRED  
Notary Printed Signature

My Commission Expires:



DESIGNATION OF RESIDENT AGENT


BAILEY AND REID, INC., desiring to organize under the laws  
of the State of Florida with its principal office as indicated  
in the Articles of Incorporation, at the City of Eustis, County  
of Lake, State of Florida, has and does by these presents name  
WAYNE C. BAILEY, located at 15930 U.S. Highway 441, City of  
Eustis, County of Lake, State of Florida, as its agent to accept  
service of process within the State.

Way C Bailey (SEAL)  
WAYNE C. BAILEY

Articles of Incorporation  
Bailey and Reid, Inc.  
Page 6

ACCEPTANCE OF DESIGNATION OF RESIDENT 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 relating to keeping open said office.

  
\_\_\_\_\_  
WAYNE O. BAILEY (SEAL)