

95000030126

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)274-8870

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 \$ \_\_\_\_\_

RECEIVED  
APR 18 1995  
TALLAHASSEE, FL

4/18/95

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

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

BY \_\_\_\_\_

WALK-IN Will Pick Up 2 pm

RE: 1<sup>st</sup> Fidelity Investments  
Intl. Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> 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	600001458996	
Dissolution/Withdrawal	-04/18/95--01072--001	
C U S-	****122.50 ****122.50	
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
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

**ARTICLES OF INCORPORATION  
OF  
1st FIDELITY INVESTMENTS INT'L, INC.**

**FILED**  
95 APR 18 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I- NAME OF CORPORATION**

The name of this corporation shall be 1st Fidelity Investments Int'l, Inc.

**ARTICLE II- DURATION**

This corporation shall exist perpetually, commencing as of the date of acceptance of these Articles of Incorporation.

**ARTICLE III- PURPOSE**

The general purpose for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Corporation Act; and,
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE IV- CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having ONE DOLLAR (\$1.00) par value, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the board of directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment of its Certificate of Incorporation.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street (mailing) address of the initial principal and registered office of this corporation shall be: 750 N. Maitland Avenue, Maitland, Florida 32751

The name of the initial registered agent of this corporation at that address shall be: John L. Graham, Jr.

#### ARTICLE VI - INITIAL OFFICER(S)

The name(s) and street address(es) of the initial officer(s) of the corporation, who shall hold office for the first year in existence of this corporation or unto (his/their) successor(s) (is/are) elected or appointed and have qualified, (is/are):

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
John L. Graham, Jr.	750 N. Maitland Avenue Maitland, Florida 32751	President

#### ARTICLE VII - INITIAL DIRECTOR(S)

This corporation shall consists of a minimum of one (1), and a maximum of ten (10) directors initially. The number of directors may be either increased or decreased from time to time by the By-laws but shall never be less than one (1). The name(s) and street address(es) of the initial director(s) of the corporation, who shall hold office for the first year in existence of this corporation or until (his/their) successor(s) (is/are) elected or appointed and have qualified, (is/are):

<u>Name</u>	<u>Street Address</u>
John L. Graham, Jr.	750 N. Maitland Avenue Maitland, Florida 32751

#### ARTICLE VIII - INCORPORATOR

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Street Address</u>
John L. Graham, Jr.	750 N. Maitland Avenue Maitland, Florida 32751

ARTICLE IX - BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal by-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such by-laws.

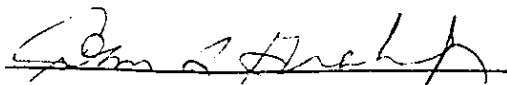
ARTICLE X - PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right, upon the sale (for cash or otherwise) of any new stock of the corporation or of any stock of the corporation held by it in its treasury or otherwise, whether or not said stock is of the same kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, The parties have hereunto set their hand and seal this 17<sup>th</sup> day of April, 1995.

 (SEAL)

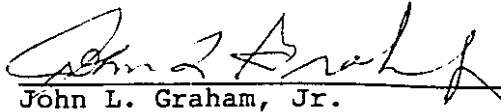
CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED

PURSUANT to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

THAT, 1st Fidelity Investments Int'l, Inc., desiring to  
organize under the laws of the State of Florida, with its principal  
office as indicated in the Articles of Incorporation in the City of  
Maitland, County of Orange, State of Florida, has named its  
Registered Agent, John L. Graham, Jr. to accept service of process  
within the State.

ACKNOWLEDGEMENT

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.

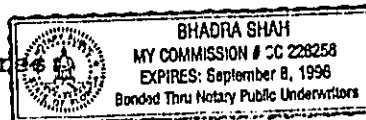
  
John L. Graham, Jr.

3:44 PM 8/22/73

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17<sup>th</sup>  
day of April, 1995, by John L. Graham, Jr., ~~who is personally known~~ <sup>to me</sup>  
~~to me~~ and who did take an oath. Produce FL D.C. # 6650-472-40 1792

Bhadra Shah  
Print Name:  
Notary Public:  
My commission expires



DEBIT MEMORANDUM

FOR OFFICIAL USE

DATE

NUMBER

TO :  
STATE

P95000030126

STATE OF FLORIDA  
OFFICE OF STATE TREASURY  
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #	
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1	*
TRUST	470.50	ACCOUNT CLOSED	2	*
OTHER		UNCOLLECTED FUNDS	3	*
TOTAL	470.50	OTHER	4	*

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		1	110.00
12	45-20-2-130001-45300000-00-000100-00		1	28.00
12	45-20-2-130001-45300000-00-000100-00		1	35.00
12	45-20-2-130001-45300000-00-000100-00		1	52.50
12	45-20-2-130001-45300000-00-000100-00		2	122.50
12	45-20-2-130001-45300000-00-000100-00		1	122.50

GRAND TOTAL:

\$ 470.50  
=====

RECEIVED

05/04/95 11:52

Process Date: 04/25/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nelson

State Treasurer



JLG, JR, INC  
561 E. HORATIO STE C  
MAITLAND, FL 32751

PAY TO THE  
ORDER OF

Secretary of State  
one hundred twenty two and 00/100



001440  
240 North Orange Ave.  
Orlando, Florida 32801

1st Fidelity Investments Int'l, Inc.

FOH

⑈000559⑈ ⑆063103193⑆

2833441819⑈

⑈0000012250⑈

PRESENTED TWICE

APR 9 1995 \$ 122.50

DOLLARS

DO NOT REDEPOSIT

*Ph. Z. b. d. y.*

0630-6004

559

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*be*

DEPT OF STATE 4900453  
FOR DEPOSIT ONLY  
-04/18/95--01072--001  
\*\*\*\*\*122.50

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XC1 06 136927 04-19 04-19 JAX FL  
90



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 8, 1995

JLG Jr., Inc.  
561 E. Horatio, Suite C  
Maitland, FL 32751

SUBJECT: 1ST FIDELITY INVESTMENTS INT'L, INC.  
Ref. Number: P95000030126

Debit Memo #: 53440-E

This is to inform you that your check #559 dated April 17, 1995 in the amount of \$122.50 and submitted for 1ST FIDELITY INVESTMENTS INT'L, INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations  
Attn: Melinda Lilliston  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number. 595A00022741

cc: 1st Fidelity Investments Int'l, Inc.  
750 N. Maitland Avenue  
Maitland, Florida 32751



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 9, 1995

JLG Jr., Inc.  
561 E. Horatio, Suite C  
Maitland, FL 32751

SUBJECT: 1ST FIDELITY INVESTMENTS INT'L, INC.  
Ref. Number: P95000030126

Debit Memo #: 53440-E

Due to your failure to respond to our previous letter advising you of the returned check #559, the Articles of Incorporation for 1ST FIDELITY INVESTMENTS INT'L, INC. have been cancelled and are considered not filed as of June 9, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 895A00028525

cc: 1st Fidelity Investments Int'l, Inc.  
750 N. Maitland Avenue  
Maitland, Florida 32751