

# P95000031012

## 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 \$ \_\_\_\_\_

RECEIVED  
JUN 20 PM 1:21  
TALLAHASSEE FLORIDA

4/20/95

RE: Top Brass  
Innovations, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™  
☐ Art. of Inc. File  
☐ Corp. Record Search  
☐ Ltd. Partnership File  
☒ Foreign Corp. File  
☐ ( ) Cert. Copy(s)

☐ Art. of Amend. File  
☐ Dissolution/Withdrawal  
☐ C U S-  
☐ Fictitious Name File

☐ Name Reservation  
☐ Annual Report/Reinstatement  
☐ Reg. Agent Service  
☐ Document Filing

☐ Corporate Kil  
☐ 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

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME 5:20 CK No. \_\_\_\_\_

BY \_\_\_\_\_

WALK-IN Will Pick Up 4:20 2:00

**ARTICLES OF INCORPORATION  
OF  
TOP BRASS INNOVATIONS, INC.**

**FILED**  
95 APR 20 PM 1:21  
CLERK OF DISTRICT COURT  
DADE COUNTY, FLORIDA

The undersigned Subscriber, being a natural person competent to contract, and for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE ONE**

The name of the corporation shall be: **TOP BRASS INNOVATIONS, INC.**

**ARTICLE TWO**

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

**ARTICLE THREE**

This corporation is organized for the purpose of transacting, conducting, carrying on, operating, and engaging in the business of marketing and distribution of specialty merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters, all related activities, and all things subsidiary, ancillary, and necessary, or convenient for carrying out and into effect the purposes and objects of the corporation, and in respect thereto, to transact and engage in any activity or business permitted under the Laws of the State of Florida, and of the United States.

#### **ARTICLE FOUR**

This Corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock which shall be designated "Common Stock."

#### **ARTICLE FIVE**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE SIX**

The address of the Corporation's initial registered office, as well as its principal office and mailing address, is 5910 West Johns Road, Tampa, Florida 33634. The name of the initial registered agent of the Corporation located at its registered office is Roy Sweatman.

#### **ARTICLE SEVEN**

This corporation shall have Three (3) directors initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The name and address of the initial directors of this corporation are:

Roy Sweatman

5910 West Johns Road  
Tampa, FL 33634

Robin L. Strabel

7715 Winging Way Drive  
Tampa, FL 33615

Michael Thomas Glass

2224 Manor Blvd. N  
Clearwater, FL 34625

#### **ARTICLE EIGHT**

The name and street address of the officers of this corporation who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the corporation's existence, or until their successor is elected and has qualified are:

##### **NAME and OFFICE**

##### **STREET ADDRESS**

Robin L. Strabel, President

7715 Winging Way Drive  
Tampa, FL 33615

Michael Thomas Glass,  
Vice President

2224 Manor Blvd. N  
Clearwater, FL 34625

Elisa D. Preble, Secretary

7715 Winging Way Drive  
Tampa, FL 33615

Roy Sweatman, Treasurer

5910 West Johns Road  
Tampa, FL 33634

#### **ARTICLE NINE**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

#### **ARTICLE TEN**

The directors of this corporation may take action by written consent as provided by law.

#### **ARTICLE ELEVEN**

This corporation shall indemnify any officer or director or

any former officer or director to the fullest extent permitted by law.

**ARTICLE TWELVE**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE THIRTEEN**

The name and address of the incorporator of this corporation is ROY SWEATMAN, 5910 W. Johns Road, Tampa, FL 33634.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 17<sup>th</sup> day of APRIL, 1995.

Roy Sweatman  
ROY SWEATMAN, Incorporator

STATE OF FLORIDA

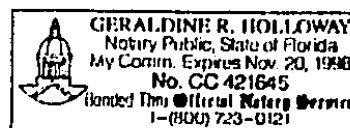
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were SWORN TO AND SUBSCRIBED before me this 19<sup>th</sup> day of April, 1995, by Roy Sweatman, who is personally known to me, ~~or who~~ produced as identification.

Geraldine R. Holloway  
Notary Public

Print Name: GERALDINE Holloway

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF  
REGISTERED OFFICE AND REGISTERED AGENT  
OF**

**TOP BRASS INNOVATIONS, INC.**

Pursuant to Section 607.325, of the General Corporation Act,  
the above-named Corporation, desiring to organize under the laws  
of the State of Florida, with its registered office at 5910 West  
Johns Road, Tampa, FL 33634, has named ROY SWEATMAN at such  
address, as its agent to accept service of process within the  
state of Florida.

DATED THIS 19TH day of APRIL, 1995.

*Roy Sweatman*  
ROY SWEATMAN, Incorporator

**ACCEPTANCE OF DESIGNATION**

Having been named as registered agent to accept service of  
process for the above-named Corporation at the place designated in  
this Certificate, I hereby accept the appointment to act as  
registered agent and agree to comply with the provisions of the  
above-referenced act.

DATED THIS 19TH day of APRIL, 1995.

*Roy Sweatman*  
ROY SWEATMAN  
(Registered Agent)

FILED  
95 APR 20 PM 1:21  
TALLAHASSEE, FLORIDA