

P95000031746

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 \$ _____

05/22/95 01:28:45
05/22/95 01:28:45
05/22/95 01:28:45

4/24/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 4/24/95
Will Pick Up _____

RE:

James J. Spanolios,
P.A.

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 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 Prop.
FAX () pgs.

SUBTOTALS

408801462884
-04/24/95-01018-014-
****122.50****122.50

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, 16% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
JAMES J. SPANOLIOS, P.A.

FILED
95 APR 24 11:16
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLA.

I, the undersigned, hereby make the within Articles of Incorporation for the purpose of becoming incorporated and being a corporation by virtue of the Florida Professional Service Corporation Act (the "Act") and other laws of the State of Florida under the following proposed charter:

ARTICLE I - NAME/ADDRESS

The name of this corporation shall be JAMES J. SPANOLIOS, P.A. and its business shall be carried on in the State of Florida and such other states and foreign countries as may be agreed upon, and its principal place of business shall be 36358 U.S. HIGHWAY 19 NORTH, PALM HARBOR, FL, 34684 or such other place as from time to time is designated.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner terminated by operation of law or voluntary dissolution in the manner prescribed by law.

ARTICLE III - PURPOSE

The Corporation is organized for the following purposes:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney at law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice and render legal services therein.

ARTICLE IV - STOCK CLAUSE

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$1.00 per share.

ARTICLE V - OFFICERS AND DIRECTORS

The business and affairs of the corporation shall be conducted and managed by a Board of Directors who shall be elected annually by the

stockholders of the corporation at such time and place as may be fixed by the By-laws, or by resolution of the Board of Directors, and who shall hold office until their successors shall be elected and qualified. The name and addresses of the initial officers and directors who are to serve until the first annual meeting of the stockholders are as follows:

President / Director:

James J. Spanollos
36358 U.S. Hwy 19 North
Palm Harbor, FL 34684

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial Registered Office of this corporation is 36358 U.S. Highway 19 North, Palm Harbor, FL 34684. The name of the initial registered agent of this corporation at that address is JAMES J. SPANOLIOS, ESQ.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and Shareholders in accordance with the Shareholders Agreement.

ARTICLE VIII - STOCKHOLDERS

(a) The Corporation's Common Stock shall be issued only to individuals who are duly licensed to render services as attorneys at law under the laws of the State of Florida. No shareholder of the Corporation may sell or transfer his or her shares of Common Stock except to another individual who is eligible to be a shareholder of the Corporation because such person is duly licensed as an attorney at law under the laws of the State of Florida.

(b) If any shareholder of the Corporation becomes legally disqualified within Florida to render professional legal services or accepts employment which, pursuant to existing law, places restrictions or limitations upon such shareholders's continued rendering of such professional legal services, such shareholder shall sever all employment with and financial interest in the Corporation.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any director or officer or any former

director or officer, to the fullest extent permitted by law.

ARTICLE X - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objectives hereinabove stated, the Corporation shall give all of the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest or cooperation, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this Corporation has the direct or incidental authority to pursue.

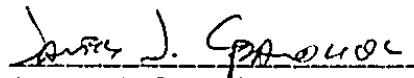
(b) At its option, to purchase and acquire in accordance with applicable law, any or all of its shares owned and held by any shareholder who desires to sell, transfer or otherwise dispose of his shares, or any of all shares owned and held by a shareholder who dies, all in accordance with the By-laws or as provided by a stock purchase agreement setting forth the terms and conditions of such purchase; provided, however, the capital of this Corporation cannot be impaired thereby.

(c) To adopt, for the benefit of employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift (savings) plan, or (5) other retirement, incentive compensation or employee benefit plan.

ARTICLE XI - AMENDMENT

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

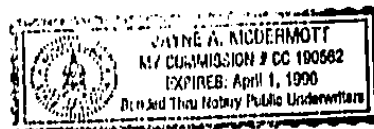
IN WITNESS WHEREOF, I the undersigned, being the original subscribed to the capital stock herein named, for the purpose of forming a corporation to do business in the State of Florida, under the Laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and set my hand and seal this 17 day of April, 1995.


James J. Spanolios
Incorporator

BEFORE ME, the undersigned authority, personally appeared JAMES T. SPANGLIOS, personally known to me or who produced as identification: APRIL 5 1995 450 6 2 2 86 0, and who did take an oath, after first being duly sworn, deposes and says that the things and matters contained in the Articles of Incorporation are true and correct and that he executed the same for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 18 day of APRIL, 1995.

Wayne A. Kidermott
Notary Public



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THE STATE
AND NAMING AN AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Florida Statute, the following is submitted:

That James J. Spanolios, P.A., organized under the laws of the state of Florida, with its principal place of business being:

36358 U.S. Highway 19 North, Palm Harbor, FL, 34684

has named as its registered agent to accept process within this State:

James J. Spanolios, Esq.
36358 U.S. Highway 19 North,
Palm Harbor, FL 34684

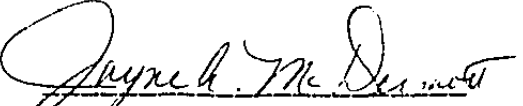
ACCEPTANCE

Having been named to accept service of process for the above named corporation, at the place designated above, I hereby accept appointment in this capacity, and agree to comply with the provisions of State Law relative to keeping open said office.


James J. Spanolios, Esq.

BEFORE ME, the undersigned authority, personally appeared , James J. Spanolios, Esq. personally known to me or who produced as identification: FL DRL CHS 154-45-0-259-286-0 , and who did take an oath, after first being duly sworn, deposes and says that the things and matters contained in the Articles of Incorporation are true and correct and that he executed the same for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 18 day of APRIL, 1995.


Notary Public

