

AmeriLawyer®

(Requestor's Name)
343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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Examiner's Initials

BRAVO CON	ME(S) & DOCUMENT NUMBE NCEPTS, INC.	(Document #)
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(Corpora	ation Name)	(Document #)
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, NEW FILINGS	AMENDMENTS	· .
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Dire	ector
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	REGISTRATION/ QUALIFICATION  Foreign	
	QUALIFICATION	

Trademark

Other

CR2E031(10/92)

#### **ARTICLES OF INCORPORATION**

#### **OF**

#### **BRAVO CONCEPTS, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

#### **ARTICLE 1 - NAME**

The name of the Corporation is **BRAVO CONCEPTS**, **INC.**, (hereinafter, "Corporation").

#### **ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### **ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 6114 Quail Ridge Drive. Lakeland, Florida 33813 and the mailing address is the same.

#### **ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

#### **ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President: Secretary: Louise DeSimone Louise DeSimone

Treasurer:

Louise DeSimone



#### ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Louise DeSimone

#### **ARTICLE 7 - CORPORATE CAPITALIZATION**

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED** (7,500) shares of common stock, each share having the par value of **ONE DOLLAR** (\$1.00).
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE 8 - SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



- 8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

#### **ARTICLE 9 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### **ARTICLE 10 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



#### ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 13 - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE 14 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 15 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23 May 1995.

Elsie Sanchez, Incorporator

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®

Natalia Utrera, Vice President

FILED 95 IIIY 24 FII 1+4: PALIAIASSEE, FLÜNL



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# P95000040993

Frinceton Capital Management, Inc.

122 South Howard Avenue

Tampa Fiorida 33606

(City, State, Zip)

/Phone d

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OFFICE USE ONLY

### CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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Profit	Amendment	
NonProfit	Resignation of R.A., Officer/I	Director
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other	Merger	11/10
OTHER FILINGS	REGISTRATION/	
nnual Report	QUALIFICATION	/ /

Limited Partnership

Reinstatement Trademark

Other

1715 Jane Change

Examiner's Initials

CR2E031(10/92)

Name Reservation

#### CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF BRAVO CONCEPTS, INC.

BRAVO CONCEPTS, INC

BRAVO CONCEPTS, INC., a Florida corporation (the "Corporation"), hereby certifies as follows

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article 1 in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I

The name of this Corporation is PRINCETON CAPITAL MANAGEMENT, INC."

- 2. The foregoing amendment shall be effective as of the close of business on the date this Certificate is approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.
- 3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of 607.181(3), Florida Statutes, all shareholders and directors having executed a written statement, dated October 27, 1995 manifesting their intentions that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has made this Certificate under the signature of its President and the attestation of its Secretary this 27 day of October 1995.

BRAVO CONCEPTS, INC.

By: Delimer Delimer Louise DeSimone, President

Attest:

By down Oslime
Louise DeSimone, Secretary

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No. CC 330398

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 27 day of Lecleron, 1995, before me, the undersigned authority, personally appeared Louise DeSimone, President of BRAVO CONCEPTS, INC., to be well known and known to be the person who signed and executed the foregoing instrument, and who acknowledged before me that he executed the same on behalf of and as the act and deed of that corporation, freely and voluntarily, for the uses and purposes therein expressed, and that the facts stated therein are correct and complete to the best of his knowledge and belief.

SWORN TO AND SUBSCRIBED before me the day and year aforesaid.

NOTARY PUBLIC, State of Florida

at Large

My Commission Expires:

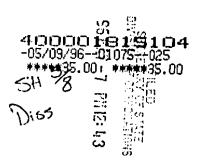
NORMA JEAN BACCUS Notary Public, State of Florida My comm. expires Nov. 15, 1997 No. CC 330398

## WALTER C. ZEBROWSKI, CPA, Esq.

P9500004093

April 30, 1996

Mr. Steve Harris
Department of State
Division of Corporations
New Filing Section, Dissolutions
409 East Gain Street
Tallahassee, FL 32399



Re: Dissolution of Princeton Capital Management (i.e. formerly Bravo Concepts) and First National Title Loans (i.e., formerly Physicians Diagnostic Center)

Dear Steve:

I sincerely appreciated your assiduous assistance concerning my inquiry about dissolving two separate corporations. Pursuant to your instructions, I have forward the following to your attention. Please find enclosed

an original and one (1) copy of the articles of dissolution for each corporation.

two checks for \$35.00 each

Should you require to speak with me, you may telephone me directly at 813-796-8487. Thank you again for your guidance regarding the dissolution of the above referenced corporations.

Cordially, Wath (. Chowski

Walter C. Zebrowski

#### ARTICLES OF DISSOLUTION FOR PRINCETON CAPITAL MANAGEMENT

Pursuant to FSA § 607.1401, this corporation submits the following articles of dissolution:

- 1. The name of the corporation is Princeton Capital Management, via an amendment to the articles of incorporation (for Bravo Concepts, Inc.) filed on November 9, 1995.
- 2. The date of its incorporation was May 24, 1995.
- 3. The corporation has not commenced business.
- 4. The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
- 5. No debt of the corporation remains unpaid.
- 6. The dissolution was authorized by a majority of the initial directors.
- 7. These articles will be effective on filing.

Date: April 30, 1996

Water C. Zabraron

Date