

P95000043060

*Law Offices of*  
**Thomas G. Tripp**  
The Hill Building  
4930 Park Boulevard, Suite 12  
Pinellas Park, Florida 34665  
(813-544-8819)

*Board Certified Criminal Trial Lawyer*

May 24, 1995

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-05/26/95--01075--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

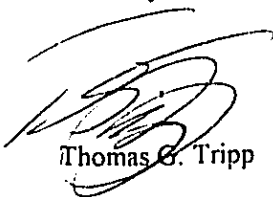
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: ZEOLI ACCOUNTING, INC.

Gentlemen:

I am enclosing original Articles of Incorporation for filing on behalf of Zeoli Accounting, Inc., together with a check in the amount of \$70 in payment of the filing fee and registered agent fee.

Sincerely,

  
Thomas G. Tripp

jwr

Enclosures

FILED  
1995 MAY 25 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**ZEOLI ACCOUNTING, INC.**

FILED  
MAY 25 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation is: **ZEOLI ACCOUNTING, INC.**

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is an accounting business and to engage in any lawful business or activities related to the stated purpose; and to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is sixty shares of common stock with no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock of the corporation shall be nontransferable without the right of first refusal in the remaining stockholders or the written consent of the stockholders.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500).

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is: 6587 66th Avenue North, Pinellas Park, FL 34665. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### **ARTICLE VII. DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time.

#### **ARTICLE VIII. INITIAL DIRECTOR**

The name and post office address of the members of the first Board of Directors are:

Sebastian Zeoli, Jr.

6587 66th Avenue North  
Pinellas Park, FL 34665

#### **ARTICLE IX. SUBSCRIBERS**

The names and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Sebastian Zeoli, Jr. 6587 66th Avenue North Pinellas Park, FL 34665	60	\$500


#### **ARTICLE X. REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That **ZEOLI ACCOUNTING, INC.**, desiring to organize under the laws of the State of Florida, with its principal office located at 6587 66th

Avenue North, Pinellas Park, FL 34665 has named SEBASTIAN ZEOLI, JR., 6587  
66th Avenue North, Pinellas Park, FL 34665 as its agent to accept service of process  
within this state.

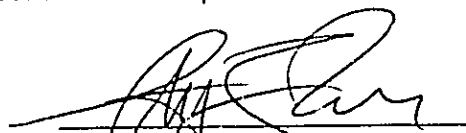
**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation  
at the place designated in Article X. above, I hereby accept designation as agent for  
service of process, agree to act in such capacity, and agree to comply with the provisions  
of said Act relative to keeping said office open.

  
Sebastian Zeoli, Jr.

**ARTICLE XI. AMENDMENT**

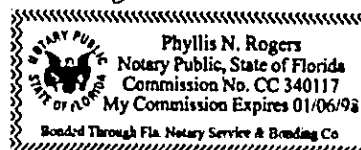
These Articles of Incorporation may be amended in the manner provided by law.  
Every amendment shall be approved by the Board of Directors, proposed by them to all  
stockholders and approved at a stockholders' meeting by a majority of the stock entitled to  
vote thereon, unless all directors and all stockholders sign a written statement manifesting  
their intention that a certain amendment of these Articles of Incorporation be made.

  
Sebastian Zeoli, Jr.

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 30th day of  
March, 1995 by SEBASTIAN ZEOLI, JR. who is personally known to me.

  
Notary Public



**P95000043060**

Thomas G. Tripp  
The Hill Building  
4930 Park Boulevard, Suite 12  
Pinellas Park, Florida 34665  
(813-544-8819)

*Board Certified Criminal Trial Lawyer*

September 12, 1995

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

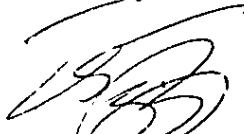
FILED  
95 SEP 13 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
100001584691  
-09/14/95--01037--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Zeoli Accounting, Inc.  
Document No. P95000043060

Gentlemen:

I am enclosing original Articles of Amendment changing the name of the captioned corporation to Zeoli Financial, Inc. Also enclosed is my check in the amount of \$35 in payment of the filing fee.

Sincerely,

  
Thomas G. Tripp

jwr

Enclosures

Jenna R GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ADD DATE OF ADOPTION  
DATE 9/18  
WGS EXAM KRE

~~WGS-18710~~  
REG NC  
9/18

ARTICLES OF AMENDMENT

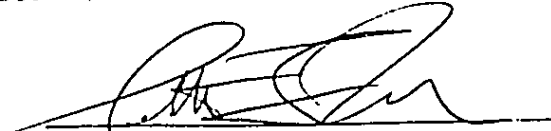
TO

ZEOLI ACCOUNTING, INC.

The undersigned, as sole shareholder, officer and director of **ZEOLI ACCOUNTING, INC.**, files Articles of Amendment as follows:

1. The name of the corporation is: **ZEOLI ACCOUNTING, INC.**
2. The amendment so adopted is to change the name of the corporation to:


**ZEOLI FINANCIAL, INC.**, effective immediately. The date of adoption of this amendment is September 8, 1995.



Sebastian Zeoli, Jr.  
Sole Shareholder, President and Director

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of September, 1995 by **SEBASTIAN ZEOLI, JR.**, as President of **ZEOLI ACCOUNTING, INC.**, on behalf of the corporation and he is personally known to me.

  
Notary Public