

P95000046510

95 JUN 15 AM 10:43  
DIVISION OF REGISTRATION

AMERILAWYER<sup>®</sup>

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

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

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

800001513848  
-06/15/95--01050--002  
\*\*\*1190.00 \*\*\*\*\*70.00

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

1. EARNEST TECHNICAL CORPORATION

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

12:30

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

SAB  
6/15/95

**ARTICLES OF INCORPORATION**  
**OF**  
**EARNEST TECHNICAL CORPORATION**

FILED  
95 JUN 15 11:11:56  
CLERK OF DISTRICT COURT  
JANUARY 1995

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 **EARNEST TECHNICAL CORPORATION**, (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 10513 Huntridge Road, Orlando, Florida 32825 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:	Sandra Edith Fletcher Earnest
Secretary:	Sandra Edith Fletcher Earnest
Treasurer:	Sandra Edith Fletcher Earnest



#### **ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Sandra Edith Flotchor Earnest

#### **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.



343 ALMERIA AVENUE • CORAL GABLES, FL. 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900  
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL. 33114-4479

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. Splogel, Chartered doing business as AmeriLawyer<sup>®</sup>, 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. Splogel, Chartered doing business as AmeriLawyer<sup>®</sup>, 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.



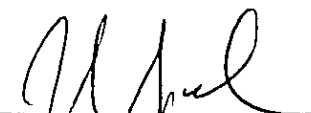
IN WITNESS WHEREOF, I have herunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 14 day of June, 1995.

  
Elsa Sanchoz, 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®

By:   
Lawrence J. Spiegel, President

ARTICLE 5.01

FILED  
95 JUN 15 11:18:57  
CLERK OF COURT  
CORAL GABLES, FL



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P95000046510

Earnest Technical Corporation  
10513 Huntridge Road  
Orlando, FL 32825-5915  
(407) 282-7133

October 5, 1995

Florida Department of State  
Sandra B. Mortham  
Secretary of State  
Division of Corporations  
Corporate Records  
P.O. Box 6327  
Tallahassee, FL 32314

100001610621  
-10/13/95--01070--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Ms. Mortham:

- At this time, I would like to amend the articles of incorporation for Earnest Technical Corporation. I've enclosed the amendments along with a processing fee of \$35. I assume that I will receive some notification from the Department of State to let me know if this was acceptable or not to the Division of Corporations. Please let me know if this assumption is in error. Thank you for your time and attention to these matters.

Sincerely,

*Sandra Edith Fletcher Earnest, President*

Sandra Edith Fletcher Earnest, President  
Earnest Technical Corporation

*Corporation ✓  
Linda*

*695-19359*

FILED  
95 OCT 13 PM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/26/85

Please amend the articles of incorporation  
for Ernest Technical Corporation. You'll  
find a copy of the amendments are included  
as well. Please stamp them and mail  
back to me at

ETC  
10513 Huntbridge Road  
Orlando, FL 32825

Thank you.

J. J. E. D. Stahl

ONLY

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11

Annual Report
Fictitious Name
Name Reservation

Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 28, 1995

JIMMY LYNN EARNEST  
10513 HUNTRIDGE ROAD  
ORLANDO, FL 32825

SUBJECT: EARNEST TECHNICAL CORPORATION  
Ref. Number: P95000046510

We have received your document for EARNEST TECHNICAL CORPORATION .  
However, the enclosed document has not been filed and is being returned to you  
for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested,  
please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing  
or call (904) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 795A00044353

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
EARNEST TECHNICAL CORPORATION

FILED  
95 OCT 13 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes this corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

ARTICLE 1 - NAME

The new name of the corporation is EXCELLENCE TECHNICAL CORPORATION, (hereinafter, Corporation).

SECOND: If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the the amendment if not contained in the amendment itself, are as follows:

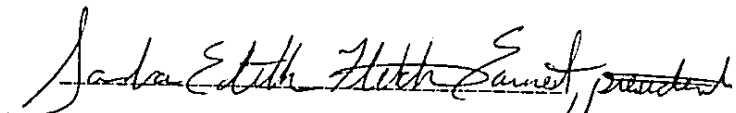
The stock that has been issued in the name of Earnest Technical Corporation will be exchanged 1 for 1 for stock that will be issued under the name of Excellence Technical Corporation. The old stock will then be cancelled.

THIRD: The date for the adoption of the above mentioned amendment(s) is September 20, 1995.

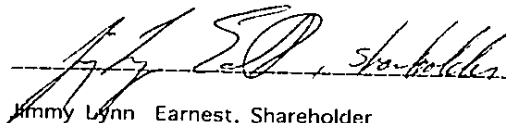
FOURTH: Adoption of Amendment(s)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this day 20 September, 1995.



Sandra Edith Fletcher Earnest,  
Director and Shareholder



Jimmy Lynn Earnest, Shareholder