

95000051091

**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 \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 30 AM 11:28

W95-13309

6/29/95

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAK \_\_\_\_\_

WALK-IN  
Will Pick Up 629 2:00

RE: Backgrounds Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> 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



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
25 JUL 1995 11:05 AM  
DIVISION OF CORPORATIONS

June 29, 1995

CAPITAL CONNECTION  
P.O. BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: BACKGROUNDS INC.  
Ref. Number: W95000013309

We have received your document for BACKGROUNDS INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 195A00032042

*Corrected.*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JUN 30 AM 11:29

**ARTICLES OF INCORPORATION**  
**OF**  
**BACKGROUNDS, INC.**

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

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

**BACKGROUNDS, INC.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III- PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The principal office and the mailing address of the corporation is:

3426 West Kennedy Boulevard  
Tampa, Florida 33609

The name and street address of the Initial Registered Agent of this Corporation is:

Mary Carbajal  
3426 West Kennedy Boulevard  
Tampa, Florida 33609

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of the corporation is as follows:

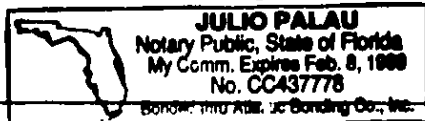
Mary Carbajal  
3426 West Kennedy Boulevard  
Tampa, Florida 33609

**ARTICLE VII - INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Mary Carbajal  
3426 West Kennedy Boulevard  
Tampa, Florida 33609

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of June, 1995.



(seal)

STATE OF FLORIDA )

SS

COUNTY OF HILLSBROUGH )

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Mary Carbajal who is known to me or who has produced DL as identification and who is known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 26th day of June, 1995.

NOTARY PUBLIC

SIGN:

Julio Palau

PRINT:

Julio PALAU  
State of Florida at Large

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT  
OF**

**BACKGROUNDS, INC.**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS**

**95 JUN 30 AM 11:29**


Pursuant to Florida Statutes Sections 48.091 and 607.0501,  
the following is submitted: The above corporation, desiring  
to organize under the laws of the State of Florida with its  
registered office as indicated in the Articles of  
Incorporation at:

3426 West Kennedy Boulevard  
Tampa, Florida 33609

has named **MARY CARBAJAL**  
located at the aforesaid address, as its Registered Agent to  
accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of  
process for the above stated corporation at the place  
designated in this certificate, and being familiar with the  
obligations of that position, I hereby accept to act in this  
capacity, and agree to comply with the provisions of Florida  
Law in keeping open said office.

  
**MARY CARBAJAL**, Registered Agent  
Incorporator