

Laurence D. Briggs
Office: (813) 804-7505
Fax: (813) 891-0020

P95000064020

Michael R. Weber, JD, MBA
Office: (813) 971-0171
Fax: (813) 977-0809

Briggs, Weber & Co.

The SCOR Partnership

11330 Bloomington Drive
Tampa, FL 33635-1524

August 16, 1995

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

500001563605
-08/17/95--01068--013
*****70.00 *****70.00

Re: Incorporation of Briggs & Weber Securities Services, Inc.

Greetings:

Enclosed please find our check for \$70.00, the original and one copy of the Articles of Incorporation.

Please contact me, Michael Weber, at the above numbers if needed.

Thank you.

Sincerely,



Michael R. Weber, JD, MBA

Enclosure: 1 original and 1 copy of Articles
Check for \$70

SJO
8/18/95

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

95 AUG 17 PM 12:00

FILED

EFFECTIVE DATE

Aug 15, 1995

**Articles of Incorporation
of**

Briggs & Weber Securities Services, Inc.

FILED

95 AUG 17 PM 12:00

CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

Name

The name of this Florida corporation shall be **BRIGGS & WEBER SECURITIES SERVICES, INC.**

II.

Term of Existence

The date when corporate existence will commence is August 15, 1995, in accordance with the provision of Section 607.0203(1) of the Act, and the corporation will have perpetual existence thereafter.

III.

Principal Office

The principal office for the Corporation shall be in Hillsborough County at 11330 Bloomington Drive, Tampa, FL 33635-1524.

IV.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is c/o Michael R. Weber at 11330 Bloomington Drive, Tampa, FL 33635-1524; and the name of its initial registered agent at such address is Michael R. Weber.

V.

Capital Stock

The Corporation is authorized to issue 4,000,000 shares of stock with \$0.01 par value, which will be designated Common Stock.

VI.

Directors

The Corporation will have 2 directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least one but no more than 8 directors. The names and addresses of the initial directors of the Corporation, who will serve until his successor(s) are duly elected and qualified, are:

Michael R. Weber

14535 Bruce B. Downs Blvd., #2221, Tampa, FL 33613

Laurence D. Briggs

11330 Bloomington Drive, Tampa, FL 33635-1524

VII.
Incorporator

The name and address of the Incorporator signing these Articles of Incorporation is

Michael R. Weber, JD, MBA
14535 Bruce B. Downs Blvd., #2221
Tampa, FL 33613

VIII.
Preemptive Rights

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms, and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

IX.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIII.
Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on August 15, 1995.

MR Weber
Michael R. Weber, JD, MBA
as Incorporator

August 15 1995
Date

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: Aug 15, 1995

Michael R. Weber
Michael R. Weber, JD, MBA

FILED
95 AUG 17 PM 12:00
TALLAHASSEE, FLORIDA

LAURENCE
Office (813) 991-1930
Fax (813) 91-0020

95000064020

Michael R. Weber, JD, MBA
Voice/Fax (813) 971-0171
Pager (813) 292-2030

BRIGGS, WEBER SECURITIES, INC.

CORPORATE ADVISORY SERVICES

11330 Bloomington Drive
Tampa, FL 33635-1524

August 18, 1995

Department of State
Division of Corporations
POB 6327
Tallahassee, FL 32314

Re: Name Change

Dear Madam or Sir:

Enclosed please find two originals and a copy of the Amendment to the Articles of Incorporation for Briggs & Weber Securities Services, Inc. Please note in your records the amended name is Briggs, Weber Securities, Inc.

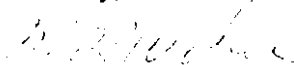
Please return one of the original copies. It need not be certified.

Also enclosed is a check for \$35.00 to cover the Amendment and filing.

Thank you for your time.

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-08/25/95--01097--019
*****35.00 *****35.00

Sincerely,



BRIGGS, WEBER & CO.
Michael R. Weber, JD, MBA

Enclosure: 2 Originals of Articles
1 Copy of Articles
check for \$35.00

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 25 AM 9:12

SH 8/24

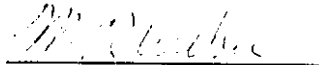
**Amendment to
Articles of Incorporation
of
Briggs & Weber Securities Services, Inc.**

As of August 18th, 1995, the undersigned Board of Directors and majority shareholder adopts this Amendment to the Articles of Incorporation as follows:

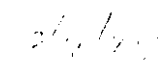
**I.
Name**

The name of this Florida corporation shall be changed to Briggs, Weber Securities, Inc., from Briggs & Weber Securities Services, Inc.


IN WITNESS WHEREOF, the undersigned director and shareholder have executed this Amendment to the Articles of Incorporation in duplicate on _____, 1995.



Michael R. Weber, JD, MBA
as Director



Date



Laurence D. Briggs
as majority Shareholder and Director



Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 25 AM 9:12

05/10/97

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5/19/97
2:33 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000008203 6))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: EVANS & DONICA, P.A.
071445001310

ACCT#:

CONTACT: NOEL K EVANS
PHONE: (813) 221-1996
(813) 223-2156

FAX #:

NAME: BRIGGS, WEBER SECURITIES, INC.
AUDIT NUMBER.....H97000008203
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 1
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

RECEIVED

97 MAY 19 PM 3:42

FLORIDA DIVISION OF CORPORATIONS

3H 5/4
NC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAY 19 PM 4:09

FILED

05/10/97 14:22

813 223 2156

RYANS & DONICA

0002

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**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BRIGGS, WEBER SECURITIES SERVICES, INC. (N/K/A Briggs,
Weber Securities, Inc.)**

As of May 17th, 1997, the Board of Directors and the sole shareholder adopt this Amendment to the Articles as follows:

**I.
Name**

The name of this Florida Corporation shall be InvestIN Securities Corporation from Briggs, Weber Securities Services, Inc., N/K/A Briggs, Weber Securities, Inc.

IN WITNESS WHEREOF, the director and majority shareholder has executed this Amendment to the Articles of Incorporation in duplicate on May 19, 1997 pursuant to authorization of the Board of Directors and the majority shareholder by a Joint Written Consent of the Directors and the Majority Shareholder to such action without a meeting of the Directors or the Shareholders.


Laurence D. Briggs
Director

BRIGGS, WEBER & CO., INC.
a Florida Corporation, as sole shareholder
of Briggs, Weber Securities Services, Inc.


Laurence D. Briggs, President

ATTEST:


Laurence D. Briggs, Secretary

5/19/97
Date

5/19/97
Date

5/19/97
Date

SECRET
FILE
TALLAHASSEE, FLORIDA

97 MAY 19 PM 4:09

FILED

Prepared By: Janice Norman Donica
Evans & Donica, P.A.
201 E. Kennedy Blvd., Suite 1500
Tampa, Florida 33602
(813) 221-1996 (FAX (813) 223-2156)
Fla. Bar #849480

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2514957373

10/21/97

Berbert R. Donica

813 221-1996

Office Use Only

VA 10/21/97

201 10/21/97

if known):

10/21/97

1 _____ (Corporation Name) _____ (Document #)
2 _____ (Corporation Name) _____ (Document #)
3 _____ (Corporation Name) _____ (Document #)
4 _____ (Corporation Name) _____ (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>AC</i>
<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

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-10/22/97--01078--003
****175.00 *****87.50

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"/>	Restatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 OCT 22 PM 9:02
SECRET
FALL 1997

Examiner's Initials

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
InvestIN Securities Corporation
(f/k/a Briggs, Weber Securities, Inc.)

FILED
97 OCT 22 AM 9:02
SECRET
TALLAHASSEE
DATE
10/22/97

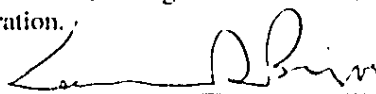
As of October 20th, 1997, the Board of Directors and sole shareholder adopt this Amendment to the Articles of Incorporation as follows:

L
Name

The name of this Florida Corporation shall be InvestIN.com Securities Corp.

IN WITNESS WHEREOF, the President and Secretary, acting on behalf of the Board of Directors, and the sole shareholder have executed this Amendment to the Articles of Incorporation on October 20, 1997 pursuant to authorization of the Board of Directors and the sole shareholder by Joint Written Consent to Action Taken in Lieu of A Meeting dated October 20, 1997. A majority vote of the corporation's sole class of stock, voting common stock, is sufficient to authorize this amendment to the articles of incorporation.

Dated: October 20, 1997




Laurence D. Briggs, President
InvestIN.com Securities Corp.

ATTEST:

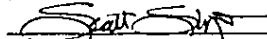


Scott Slayton, Secretary
InvestIN.com Securities Corp.



InvestIN.com CORP., Sole Shareholder
by Laurence D. Briggs, President

ATTEST:



Scott Slayton, Secretary
InvestIN.com Corp.

Prepared by: Janice Norman Donica
Evans & Donica, P.A.
201 E. Kennedy Blvd., Suite 1500
Tampa, Florida 22602
(813) 221-1996 FAX (813) 223-2156
Fla. Bar #849480