

# P950000064380

## CAPITAL CONNECTION, INC.

412 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870  
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
 TOLL FREE No. 1 800 342 8062  
 FAX (904) 222 1222

RE: B.F.T.D., Inc.

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 - STATE  
 DEPT. OF REVENUE  
 05 AUG 21 PM 12:59

*2/8/95*

| REQUEST       | TAKEN | CONFIRMED | APPROVED     |
|---------------|-------|-----------|--------------|
| DATE _____    | _____ | _____     | _____        |
| TIME _____    | _____ | _____     | CK No. _____ |
| BY <u>MLC</u> | _____ | _____     | _____        |

WALK-IN Will Pick Up 8/21 12:00

|   | C.C. FEE. | DISBURSE |
|---|-----------|----------|
| <input checked="" type="checkbox"/> Capital Express™  |           |          |
| <input checked="" type="checkbox"/> Art. of Inc. Fila |           |          |
| <input type="checkbox"/> Corp. Record Search          |           |          |
| <input type="checkbox"/> Ltd. Partnership Fila        |           |          |
| <input type="checkbox"/> Foreign Corp. Fila           |           |          |
| <input checked="" type="checkbox"/> ( ) Cert. Copy(s) |           |          |
| <input type="checkbox"/> Art. of Amend. Fila          |           |          |
| <input type="checkbox"/> Dissolution/Withdrawal       |           |          |
| <input type="checkbox"/> C.U.B.                       |           |          |
| <input type="checkbox"/> Fictitious Name Fila         |           |          |
| <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 Filing Fila              |           |          |
| <input type="checkbox"/> UCC Fila Search              |           |          |
| <input type="checkbox"/> UCC Fila Retrieval           |           |          |
| <input type="checkbox"/> FRA No. ( ) 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 Prop.           |           |          |
| <input type="checkbox"/> FAX ( ) per                  |           |          |

|                                |    |
|--------------------------------|----|
| 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

**ARTICLES OF INCORPORATION**

**OF**

**B.F.T.D., Inc.**

FILED  
SECRETARY OF STATE  
FLORIDA  
JAN 21 PM 12:59

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopts the following Articles of Incorporation as the Charter of the corporation hereby organized.

**ARTICLE I**

**NAME AND ADDRESS**

The name and address of the Corporation is B.F.T.D., Inc., P.O. Box 15838, Tampa, Florida 33684.

**ARTICLE II**

**DURATION**

The corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation, unless terminated earlier.

**ARTICLE III**

**PURPOSES AND POWERS**

This corporation is organized for the purpose of engaging in all lawful business activities permitted to a Corporation under the Florida General Corporation Law, as in effect from time to time.

**ARTICLE IV**

**CAPITAL STOCK**

The amount of capital stock authorized shall consist of One Hundred (100) Shares of common voting stock with a par value of One Dollar (\$1.00) each.

Dividends to shareholders may, in the discretion of the Board of Directors, be paid in cash or in property, but no dividend may be made which would impair the restricted or reserved unearned surplus of the Corporation, except as provided by Florida law.

#### **ARTICLE V**

##### **SHARES NOT TO BE DIVIDED INTO CLASSES**

The shares of the capital stock of the Corporation are not to be divided into classes.

#### **ARTICLE VI**

##### **RESTRICTIONS ON TRANSFER**

The Board of Directors may, in its discretion, include within the Bylaws of the Corporation restrictions on the transfers of shares of stock in the Corporation.

#### **ARTICLE VII**

##### **NO SHARES ISSUED IN SERIES**

The shares of the capital stock are not to be issued in series.

#### **ARTICLE VIII**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation is 777 S. Harbour Island Blvd., Suite 850, Tampa, Florida 33602. The initial registered agent shall be Dale M. Swope.

#### **ARTICLE IX**

##### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by action of the board and in accordance with the provision of the Bylaws. The name and address of the initial director of this Corporation is Jason Rogozinski, P.O. Box 15838, Tampa, Florida 33684.

## **ARTICLE X**

### **MEETINGS**

The shareholders and directors of this Corporation shall meet at least once annually at the corporation's principal office on the annual date of the execution of these articles or at such other time and place as may be provided in the Bylaws.

## **ARTICLE XI**

### **OFFICERS**

This Corporation shall have two (2) officers: a President and Secretary/Treasurer, with such duties as shall be by the laws of the State of Florida. The initial officers and offices of this corporation are:

|                     |  |
|---------------------|--|
| President           | Jason Rogozinski<br>P.O. Box 15838<br>Tampa, Florida 33684 |
| Secretary/Treasurer | Jason Rogozinski<br>P.O. Box 15838<br>Tampa, Florida 33684 |

## **ARTICLE XII**

### **BYLAWS**

The Board of Directors may adopt and amend Bylaws for the corporation as provided in the Florida General Corporation Law, by majority vote.

## **ARTICLE XIII**

### **INCORPORATOR**

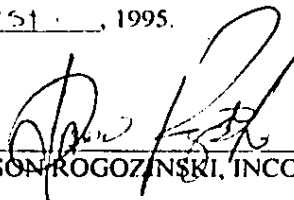
The name and address of the incorporator of this corporation is Jason Rogozinski, P.O. Box 15838, Tampa, Florida 33684.

ARTICLE XIV

**INDEMNIFICATION**

This corporation shall indemnify any officer, director, of employee of the Corporation, or any former officer, director or employee of the Corporation to the full extent permitted by the laws of the State of Florida.


IN WITNESS WHEREOF, the undersigned incorporator has hereunto  
subscribed her name this 14 day of August, 1995.

  
\_\_\_\_\_  
JASON ROGOZINSKI, INCORPORATOR

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

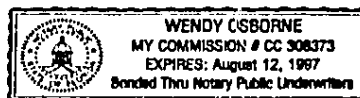
BEFORE ME, personally appeared Jason Rogozinski, to me well known and known to me to be the individual described in and who executed the foregoing articles of incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 14th day of August, 1995.

  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large

(SEAL)

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 21 PM 12:59

In compliance with Section 48.091, Fla. Stat. (1985), the following is submitted:

B.F.T.D., Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1450 Skipper Road, Tampa, Florida 33613, has named Dale M. Swope, as its agent to accept service of process within the state of Florida.

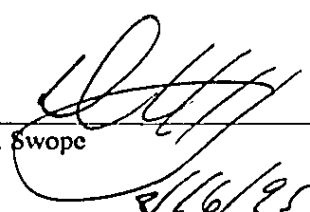
B.F.T.D., Inc.

By: 

Name: Jason R. Gzinski

Title: President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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.

  
Dale M. Swope

Date: 8/16/95