

P95000070503  
ROBISON, OWEN & COOK, P. A.  
ATTORNEYS AND COUNSELLORS AT LAW

RICHARD L. ROBISON  
RICHARD D. OWEN  
ALBERT D. COOK

5250 SO. U.S. HIGHWAY 1792  
POST OFFICE BOX 180095  
TALLAHASSEE, FLORIDA 32318-0095  
TELEPHONE (907) 830-4009  
FAX (907) 830-6538

September 7, 1995

EFFECTIVE DATE  
4/7/95

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: MAJESTIC AUCTION, INC.

500001581755  
-09/11/95--01077--009  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed are the original and a copy of the Articles of Incorporation for the referenced new corporation, together with our firm check in the amount of \$122.50 to cover the following:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered Agent	\$ 35.00
Total	\$122.50

Please return a certified copy of the Articles to this office in the self-addressed stamped envelope enclosed for your convenience.

Sincerely yours,

*Richard L. Robison*  
Richard L. Robison

amg  
Enclosures

SEP 14 1995  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1/1/85

50 SEP 11 1985  
STATE  
SECRETARY OF  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MAJESTIC AUCTION, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporators hereby certify that they have formed a body corporate under and by virtue of the laws of the State of Florida for the transaction of business with and under the following charter:

Article I - Name

The name of the corporation shall be MAJESTIC AUCTION, INC., with its principal office and mailing address located at 1255 Belle Avenue, Suite 156, Winter Springs, Florida 32708.

Article II - Duration

The corporation shall have perpetual existence, unless terminated in the manner prescribed by the laws of the State of Florida.

Article III - Purpose

The purpose for which the corporation is formed is to engage in any lawful activity or business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value voting common stock. Said stock shall be issued only as and when and for such consideration as determined by the incorporators or stockholders.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5250 South U.S. Highway 17-92, Casselberry, Florida 32718, and the name of the initial registered agent of this corporation at that address is RICHARD L. ROBISON.

Article VI - Incorporator

The name and address of the persons signing these articles are:

EAKEL COKER 503 Moree Loop, Winter Springs, Fla. 32708

ROBERT HUTH 477 W. Artesia St., Oviedo, Fla. 32765.

Article VII - Management by Stockholders

The business of the corporation shall be managed, controlled and conducted by the Stockholders of the corporation, and such other officers, if any, as shall be elected by the shareholders from time to time; provided, however, that as long as the business of the corporation is managed, controlled and conducted by the Stockholders of the corporation, then:

A. Wherever the context requires, the Stockholders of the corporation shall be deemed directors of the corporation for purposes of applying the provisions of Florida Statutes.

B. The Stockholders of the corporation shall be subject to the liabilities imposed by Florida Statutes for action taken by Directors.

C. Any action required or permitted by Florida Statutes to be taken by the Directors of the corporation may be taken by

action of a majority of the Stockholders of the corporation at a meeting of the Stockholders or as hereinafter provided.

The Stockholders shall have the power to fix the amount of all salaries and other compensation paid by the corporation, including their own salaries as Officers or otherwise.

The Stockholders shall have the power to adopt, amend and repeal by-laws not inconsistent with law or the Articles of Incorporation of the company; provided, however, that the Stockholders shall be subject to the power of the holders of the outstanding stock of the company to change or repeal such by-laws or any of them.

The first meeting of the Stockholders shall be held at such time and place as may be designated by the incorporators and annual meetings shall thereafter be held at such time and place as designated by a majority of the Stockholders.

Management by Stockholders. If the business of the corporation is managed, controlled and conducted by the Stockholders, then any action of the Stockholders of the corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by a majority of the persons who would be entitled to vote upon such action at a meeting and filed as a part of the corporate records. Such consent shall have the same force and effect as a vote of the Stockholders.

Article VIII - Corporate Powers

This corporation shall have all powers granted to corporations by Florida Statutes unless otherwise provided in the by-laws of the corporation.

Article IX - Stockholders Not Personally Liable  
for Corporate Debts

The private property of the Stockholders shall not be liable for the payment of debts of the corporation to any extent whatsoever except for the balance unpaid on any of their stock subscriptions.

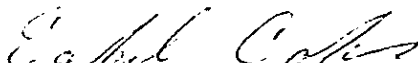
Article X - Amendment

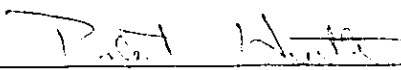
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

Article XI - Effective Date

The corporation's existence shall begin on September 7, 1995.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 7th day of September, 1995.


  
EAKEL COKER

  
ROBERT HUTH

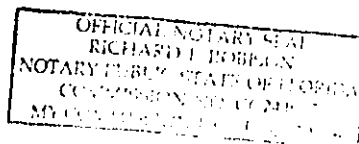
STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared EAKEL COKER and ROBERT HUTH known to me or who has produced identification in the form of a valid Florida driver's license, and known by me to be the persons who executed the foregoing Articles of Incorporation, who did take an oath and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of September, 1995.

  
Notary Public

My Commission expires:

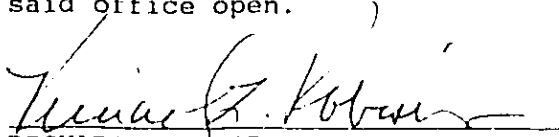


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091 and Chapter 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

That MAJESTIC AUCTION, INC., State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Winter Springs, County of Seminole, and State of Florida, has named RICHARD L. ROBISON located at 5250 South U.S. Highway 17-92, Casselberry, Florida 32718, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and further state that I am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes, and agree to comply with the provision of said Act relative to keeping said office open. )

  
RICHARD L. ROBISON  
Registered Agent

P95000070503

Majestic Auction, Inc  
1255 Belle Av, #156  
Winter Springs, FL 32708

May 31st, 1996

Dept. of State  
Div. of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900001854419  
-06/06/96--01119--007  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Dear Sir or Madam:

I've enclosed the request for Articles of Dissolution  
for you to process. I've also enclosed a check  
\$52.50 to cover the filing fee and for a certified  
copy. Thank you.

Please contact me at the above address or at  
phone (407) 695-2970 if you need further information.

Sincerely,

Eckel Coker  
Eckel F. Coker  
President

Goldis

VS JUN 13 1996

FILED  
96 JUN -6 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## ARTICLES OF DISSOLUTION

FILED  
96 JUN -6 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Majestic Auction, Inc

SECOND: The date dissolution was authorized: May 15, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

Eckel F. Coker and Robert D. Huth, the only corporate members  
and shareholders. (voting group)

Signed this 31st day of May, 19 96

Signature Eckel F. Coker Robert D. Huth  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Eckel F. Coker Robert D. Huth  
(Typed or printed name)

President Vice-President  
(Title)

P95000070503



FLORIDA DEPARTMENT OF STATE  
Sandra E. Mortham  
Secretary of State

June 13, 1996

EAKEL F. COKER  
MAJESTIC AUCTION, INC.  
1255 BELLE AVE., #156  
WINTER SPRINGS, FL 32708

SUBJECT: MAJESTIC AUCTION, INC.  
Ref. Number: P95000070503

The document for MAJESTIC AUCTION, INC. was filed on June 6, 1996. However, your check for \$52.50 was not sufficient to cover the certification you requested.

If you will return a check in the amount of \$35.00, with a copy of this letter and a filed stamped copy of the document, if available, your request will be promptly handled.

Should you have any questions concerning the fees, please refer to the attached fee schedule.

Velma Shepard  
Division of Corporations

RECEIVED  
95 JUL 18 AM 8:45  
DIVISION OF CORPORATIONS

302  
206

700001901777  
-07/23/96--01069--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

VS JUL 19 1996

CC By Ks