

# P96000003570

**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

RE: Faraway Bank, Etc.

95 JAN 11 AM 11:17

STATE OF FLORIDA  
 TALLAHASSEE, FLORIDA

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Master No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

- Optimal Express™
- Art. of Inc. File
- \_\_\_\_\_ Corp. Record Search
- \_\_\_\_\_ Ltd. Partnership File
- \_\_\_\_\_ Foreign Corp. File
- ( ) Cert. Copy(s)
- \_\_\_\_\_ Art. of Amend. File
- \_\_\_\_\_ Dissolution/Withdrawal
- \_\_\_\_\_ C U S -
- \_\_\_\_\_ Flotitious Name File
- \_\_\_\_\_ Name Reservation
- \_\_\_\_\_ Annual Report/Maintenance
- \_\_\_\_\_ Reg. Agent Service
- \_\_\_\_\_ Document Filing
- \_\_\_\_\_ Corporate Kit
- \_\_\_\_\_ Vehicle Search
- \_\_\_\_\_ Driving Record
- \_\_\_\_\_ Document Retrieval
- \_\_\_\_\_ UCC 1 or 3 File
- \_\_\_\_\_ UCC 11 Search
- \_\_\_\_\_ UCC 11 Retrieval
- \_\_\_\_\_ File No.'s \_\_\_\_\_ Copies
- \_\_\_\_\_ Courier Service
- \_\_\_\_\_ Shipping/Handling
- \_\_\_\_\_ Phone ( )
- \_\_\_\_\_ Top Priority
- \_\_\_\_\_ Express Mail Prep.
- \_\_\_\_\_ FAX ( ) pgs.

50001188659  
 -01/11/95-01011-029  
 \*\*\*\*122:50-\*\*\*\*122:50

RECEIVED  
 96 JAN 11 AM 9:20  
 DIVISION OF CORPORATION

<b>SUBTOTALS</b>	
FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<u>Jen</u>		

WALK-IN Will Pick Up 1/11 12:00

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  
FARAWAY JOE'S, Inc.

FILED  
96 JAN 11 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, persons competent to contract hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: FARAWAY JOE'S, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is:

- (a) To engage in any type of business authorized by the Laws and Statutes of the State of Florida.
- (c) To do all things and to have all powers conferred upon close corporations or general corporations organized under the Laws and Statutes of the State of Florida.
- (d) This corporation reserves the right to amend, alter, change or repeal any provision herein contained in the manner named, or as prescribed by law, and all rights conferred upon stockholders hereunder are granted subject to this provision.

ARTICLE III. CAPITAL STOCK

The authorized capital stock of the corporation shall be 1,000 shares of common voting stock. The whole or any part of the capital stock of this corporation shall be payable in the lawful money of the United States of America, or property, or labor or services at a just valuation to be fixed by the directors. Each share of stock shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than

Five Hundred Dollars (\$500.00).

ARTICLE V. CORPORATE EXISTENCE

This corporation is to have perpetual existence until dissolved.

ARTICLE VI. ADDRESS

The principal office of the corporation shall be:

868 Jupiter Blvd. NW Unit 7  
Palm Bay, Florida 32907

ARTICLE VII. DIRECTORS

The number of directors of this corporation shall be one (1), but the By-Laws may provide for such increase or decrease in number thereof as is authorized by law.

ARTICLE VIII. INITIAL DIRECTORS

The name and post office address of the first Board of Directors are:

Jeffrey Kimple  
868 Jupiter Blvd. NW Unit 7  
Palm Bay, Florida 32907

ARTICLE IX. SUBSCRIBERS

The name and addresses of the subscribers to this Certificate of Incorporation and the number of shares of stock each has agreed to take and the value of the consideration thereof is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Jeffrey Kimple	868 Jupiter Blvd. NW Unit 7 Palm Bay, Florida 32907	50

ARTICLE X. OFFICERS

The business of this corporation shall be conducted by the following officers:

President: Scott Kimple, 868 Jupiter Blvd., NW Unit 7, Palm Bay, Florida 32907.

Vice President: Greg Kimple, 868 Jupiter Blvd., NW Unit 7, Palm Bay, Florida 32907.

Secretary/Treasurer: Jeffrey Kimple, 868 Jupiter Blvd., NW Unit 7, Palm Bay, Florida 32907.

#### ARTICLE XI. ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and directors are hereby adopted as a part of this Certificate of Incorporation.

(a) No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding office in this corporation.

(b) The Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

(c) No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation. Any director or directors, individually or jointly may be a party or parties to, or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract act or transaction to the corporation with any person or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interest in such contract, act or transaction, or in any way connected with such person or person, firm or corporation. Each and every person who may become a director of the corporation, is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or the firm, association or corporation in which

he may be in any wise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

(d) The corporation shall have the power to amend, alter, change or repeal any provision of its Certificate of Incorporation in form or substance when proposed and approved by its Board of Directors and consented thereto at a stockholders' meeting by not less than a majority of the voting common stock.

(e) The corporation shall have the power to enter into, or become a partner in any arrangement for sharing profits, union of interest, cooperation, joint venture or otherwise, with any person, firm or corporation now carrying on or about to carry on any business which this corporation has the direct or incidental authority to pursue.

(f) The Board of Directors shall have the authority to designate an officer of this corporation from time to time to handle all aspects of the real property owned by the corporation in conformity with the Florida Real Estate License Law, Chapter 475 of the Florida Statutes, and in the absence of any specific designation the President of the corporation shall have the authority to act in this regard without registration with the Florida Real Estate Commission pursuant to the exception as set forth in Chapter 475 of the Florida Statutes and the Rules and Regulations of the Florida Real Estate Commission.

#### ARTICLE XII. STOCK LOSS

The corporation shall have the power to enact a plan so as to qualify losses on stock under Section 1244 of the Internal Revenue Code of the United States of America and any such holder of common stock shall be entitled to treatment of losses of stock under the aforesaid Section, provided the requirements of said section for claiming such loss be satisfied.

**ARTICLE XII. DESIGNATION OF REGISTERED AGENT**

The name and address of the agent to accept service of process for this corporation within the State of Florida is:

THOMAS W. DEANS, ESQ.  
47 W. New Haven Avenue Suite 200  
Melbourne, Florida 32901

WITNESS MY HAND and SEAL this 10<sup>th</sup> day of January, 1996.

  
JEFFREY KIMPLE

STATE OF FLORIDA )  
COUNTY OF BREVARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared, JEFFREY KIMPLE to me known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS MY HAND and SEAL in the County and State aforesaid this 10<sup>th</sup> day of January, 1996.



  
NOTARY PUBLIC  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

FILED

Having been named in ARTICLE XIII to accept service of process for the above named corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said business.



THOMAS W. DEANS, ESQ.  
47 W. New Haven Avenue Ste. 200  
Melbourne, Florida 32901