

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 \$ _____

RECEIVED
 JAN 12 1995
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REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN NC 1-12
 Will Pick Up _____

RE: Charles D. Scott, P.A.

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

ARTICLES OF INCORPORATION

OF

CHARLES D. SCOTT, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 12 AM 10:41

The undersigned, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

Names

The name of the Corporation is: Charles D. Scott, P.A.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Nature of Business

The purpose of the Corporation is the practice of law.

ARTICLE IV

Powers

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other

manner reproduced;

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situate ;

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other governmental state, territory, governmental district, or municipality or of any instrumentality thereof;

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

(k) To elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;

(m) To make donations for the public welfare or for charitable, scientific or educational purposes;

(n) To transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of the governmental policy;

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;

(p) To be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise;

(q) To have and exercise all powers necessary or convenient to effects its purposes.

ARTICLE V **Capital Stock**

The Corporation is authorized to issue 1,000 shares having a par value of ten dollars (\$1.00) per share, and which shall be designated as Common Stock.

ARTICLE VI **Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 7008 South Shore Drive, St. Petersburg, Florida 33707, its initial registered agent at such address is Charles D. Scott, Esq.

ARTICLE VII **Directors**

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) but no more than ten (10) directors. The name and address of the initial director of the Corporation, who shall serve until his successors are duly elected and qualified, are:

Name

Address

Charles D. Scott

7008 South Shore Drive
St. Petersburg, FL 33707

ARTICLE VIII
Incorporator

The name and address of the incorporator signing these Articles of Incorporation is Charles D. Scott, 7008 South Shore Drive, St. Petersburg, FL 33707.

ARTICLE IX
Bylaws

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

ARTICLE X
Indemnification

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

ARTICLE XI
Preemptive Rights

Each shareholder of the Corporation shall 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 share then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his 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 preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the Corporation's issuance of shares.

ARTICLE XII

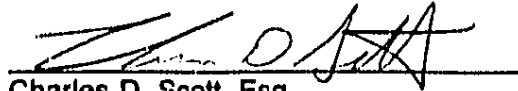
Amendment

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

ARTICLE XIII
Principal Place of Business

The principal place of business and mailing address of this corporation shall be 7008 South Shore Drive, St. Petersburg, FL 33707.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 10 day of JANUARY, 1996.


Charles D. Scott, Esq.
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10 day of JAN., 1996, by CHARLES D. SCOTT, who is personally known to me ☐ or who has produced _____ as identification and who ☒ did/did not ☐ take an oath.


Notary Public
My Commission Expires:

[SEAL]

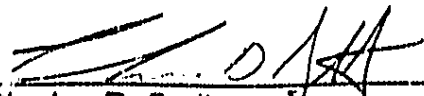
Print Name KATHLEEN MASON
Notary Public, State of Florida
My Comm. Expires Sept. 2, 1999
No. CC140433

ACCEPTANCE BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated herein, 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 any duties.

Dated: 1-10-96



Charles D. Scott

P96000004033

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

July 29, 1997

RE: Voluntary Dissolution of Corporation
Charles D. Scott. P.A.
P96000004033(2)

Dear Sirs,

300002254973--4
-08/01/97--01063--015
*****35.00 *****35.00

Enclosed find articles of dissolution for the above referenced corporation. Also find my check in the amount of \$35.00 to cover the filing fee.

This corporation did not conduct business, and did not own any assets or have any liabilities.

Please advise if any further action on my part is required.

VERY TRULY YOURS,


Charles D. Scott.

enclosure

700 S. Shore Dr.
St. Petersburg, FL 33707

WDIS
KFD
8-8

97 AUG -1 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

- FIRST:** The name of the corporation is Charles D. Scott, P.A.
- SECOND:** The articles of incorporation were filed on January 12, 1996.
- THIRD:** None of the corporations shares have been issued and the corporation has not commenced business.
- FOURTH:** No debt of the corporation remain unpaid.
- FIFTH:** There were no net assets of the corporation.
- SIXTH:** Adoption of Dissolution: The sole shareholder and director, Charles D. Scott, authorizes the dissolution.

Signed this 29th day of July, 1997.

Signature: _____

Charles D. Scott, President.

97 AUG -1 AM 8:15
FILED
CLERK OF CIRCUIT COURT
JULY 29 1997
TALLAHASSEE, FLORIDA