

P96000006017

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 \$ _____

RE: All Pro Referrals
Inc. 95 JAN 22 PM 1:01

SECO, P.E.E. DIVISION
TALLAHASSEE, FLORIDA

☒ Capital Express™
☒ Art. of Inc. File _____

☐ Corp. Record Search _____
☐ Ltd. Partnership File _____
☐ Foreign Corp. File _____
☒ () Cert. Copies _____

☐ Art. of Amend. File _____
☐ Dissolution/Withdrawal _____
☐ C U S _____
☐ Fictitious Name File _____

☐ Name Reservation _____
☐ Annual Report/Reinstatement _____
☐ 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. _____

RECEIVED
95 JAN 22 PM 2:30
DIVISION OF CORPORATE INFORMATION

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
.....	\$

OK 1/22/96

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME 12:00 CK No. _____
BY PC

WALK-IN 1/22 3:00
Will Pick Up

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
ALL PRO REFERRALS, INC.**

FILED

95 JAN 22 PM 4:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, whose name is herounto subscribed, make this certificate for the purpose of forming a corporation to be known as ALL PRO REFERRALS, INC., and hereby associate ourselves together for the purpose of becoming such corporation for profit under the laws of the State of Florida for the purpose and with the rights, powers and objects hereinafter set forth as follows:

ARTICLE I

NAME

The name of the corporation shall be ALL PRO REFERRALS, INC.

ARTICLE II

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition activity or business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares non par value common stock.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 4051 Madison St., Suite 4, New Port Richey, Florida 34652. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased from time to time by virtue of by-laws adopted by the stockholder but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the member of the first Board of Directors are:

NAME:

ADDRESS:

JAMES J. MERKEL

5704 Tennessee Ave.
New Port Richey, FL 34652

ARTICLE IX

INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is held by the directors of this corporation for the election of permanent officers, or until the successors have been duly elected and qualified are:

NAME:

ADDRESS:

OFFICE

JAMES J. MERKEL

5704 Tennessee Ave.
New Port Richey, FL 34652

President

ARTICLE X

SUBSCRIBERS

The names and addresses of each of the subscribers to these Articles of Incorporation and the number of shares each agrees to take are:

NAME:	ADDRESS:	SHARES:
JAMES J. MERKEL	5704 Tennessee Ave. New Port Richey, FL 34652	100

ARTICLE XI

REGISTERED AGENT

The corporation has named JAMES J. MERKEL, 5704 Tennessee Ave., New Port Richey, Florida 34652, as its registered agent to accept service of process within the State of Florida.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law; every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


JAMES J. MERKEL

STATE OF FLORIDA
COUNTY OF PASCO

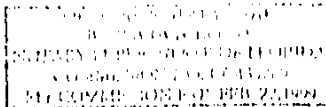
BEFORE ME, the undersigned authority, duly authorized to take acknowledgments, appeared JAMES J. MERKEL, personally known to me to be the person described in the foregoing Articles of Incorporation as the subscriber thereto and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to such Articles of Incorporation.

WITNESS my hand and seal this 8 day of January, 1996 at
New Port Richey, Pasco County, Florida.

96 JAN 22 PM 4:04

Barbara A. Reich
Notary Public

My Commission Expires:



Acceptance of Registered Agent

I hereby am familiar with and accept the duties and responsibilities
as registered agent for ALL PRO REFERRALS, INC.

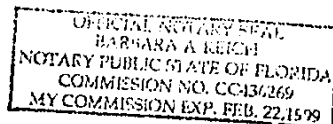
James J. Merkel
JAMES J. MERKEL

STATE OF FLORIDA
COUNTY OF PASCO

SWORN AND SUBSCRIBED to before me this 8 day of January,
1996. Personally known or form of ID FL DL

Barbara A. Reich
Notary Public

My Commission Expires:



AFFIDAVIT

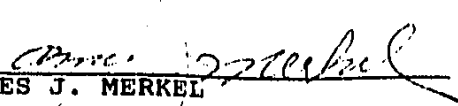
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96 JAN 22 PM 4:04

STATE OF FLORIDA
COUNTY OF PASCO


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned , JAMES J. MERKEL, as owner and President of ALL PRO REALTY OF PASCO COUNTY, INC., a Florida Corporation, agrees and consents to allow ALL PRO REFERRALS, INC. the use of the name. I am the owner and President of both corporations.


JAMES J. MERKEL

Before me personally appeared JAMES J. MERKEL, who is personally known to me or identified by FL DL, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 8 day of January, A.D., 1996.


Notary Public

My commission expires:

