

818794

AUTHORIZATION:

COST LIMIT : 4 122,50

ORDER DATE: February 5, 1996

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ORDER TIME :

4:09 PM

ORDER NO. : 833539

CUSTOMER NO:

818791

CUSTOMER: Eileen Lenihan, Legal Asst

BERNS & CONNER

Suite 110

1 Florida Park Drive, North

Palm Coast, FL 32137

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DOMESTIC FILING

NAME: PROTECT YOUR INVESTMENT, INC.

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Resources that following Articles of Incorporation for such corporation: Corporation Act, adopts the following Articles of Incorporation for such corporation:

- 1. NAME AND ADDRESS OF CORPORATION: The name of this corporation?

 Is: PROTECT YOUR INVESTMENT, INC., 14 CLEAR COURT, PALM COAST, FLORIDA 32137.
 - **DURATION**: The period of its duration is perpetual. 2.
- **PURPOSE**: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- **CAPITAL STOCK:** The corporation is authorized to issue 1000 shares of stock, all of one class, at Twenty Dollars (\$20.00) par value.
- INITIAL REGISTERED OFFICE AND AGENT: The name and address of 5. the initial registered agent and office of this corporation is as follows:

RICHARD KLEIN 14 CLEAR COURT PALM COAST, FLORIDA 32137

INITIAL BOARD OF DIRECTORS: This corporation shall have two (2) 6. directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than two (2) directors.

The name and address of the initial directors of this corporation are:

RICHARD KLEIN 14 CLEAR COURT PALM COAST, FLORIDA 32137 IRENE DAISY KLEIN 14 CLEAR COURT PALM COAST, FLORIDA 32137

INCORPORATOR: The name and address of the Incorporator signing these 7. Articles of Incorporation is:

> TIMOTHY J. CONNER 1 FLORIDA PARK DRIVE NORTH - SUITE 110 PALM COAST, FLORIDA 32137

- AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
- MEETINGS BY CONFERENCE TELEPHONE: Members of the Board of 9. Directors may participate in all regular and special meetings of the Board of Directors by means of Conference Telephone or similar communications equipment as provided by law.

- 10. <u>INDEMNIFICATION</u>: The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner provided for in the by-laws of this corporation.
- 11. **REMOVAL OF DIRECTORS:** At a meeting of shareholders called expressly for that purpose, any one director, or the entire Board of Directors, may be removed, with or without cause, by a vote of the holders of 75% of the shares then entitled to vote at an election of directors.
- 12. **INFORMAL ACTION OF DIRECTORS:** If all the directors severally, or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporation this	Lincorporate 1956.	or has executed these	Articles of

TIMOTHY J. CONNER, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been designated as registered agent to accept service of process for the above-stated corporation, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

RICHARD KLEIN, REGISTERED AGENT

STATE OF FLORIDA }
COUNTY OF FLAGLER }

The foregoing instrument was acknowledged before me this $\frac{f_{1}f_{2}}{f_{3}}$ day of February, 1996, by **RICHARD KLEIN**, who is personally known to me or who has produced $\frac{f_{1}f_{2}f_{3}}{f_{3}}$ as identification and who did/did not take an oath.

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NOTARY PUBLIC

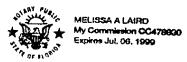
STATE OF FLORIDA AT LARGE

Melissa A. Land

(Please Print Name)

My Commission Expires:

4397-AOI.131



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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: PROTECT YOUR FINERT, Inc
SECOND:	(CHECK ONE)
	None of the corporation's shares have been issued.
	The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.
SIXTH:	Adoption of Dissolution (CHECK ONE)
	A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution.
Signo	ed this 1 day of Augus + , 19 97
Signatu	(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or
	directors, by an incorporator.)
	Richard R. Klein (Typed or printed name)
	Pros Dont

(Title)