

P96000012975

**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 \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

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

*PAID 2/12/96*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<u>2/12/96</u>	_____	_____
TIME	<u>9:30AM</u>	_____	_____
BY	<u>DJ</u>	_____	CK No. _____

WALK-IN  
Will Pick Up \_\_\_\_\_

RE: Potsha Enterprises, Inc.

No. 52503

96 FEB 12 AM 10:23

DISBURSED  
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership File	_____	_____
Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)	_____	_____
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.	_____	_____

**SUBTOTALS**

FEE.....	\$ 3.50
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

OE

POTSHA ENTERPRISES, INC.

FILED  
96 FEB 12 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this corporation is POTSHA ENTERPRISES, INC.

ARTICLE II  
PURPOSE

This corporation is organized for the following purposes:

1. To engage in any activity or business permitted under the laws of the United States and the State of Florida.
2. To own, operate and conduct an appliance service business.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV  
TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 514 N.W. 77th Street, Boca Raton, Florida 33487, the name of the initial registered agent of this corporation at that address is JAMES A. SHARON. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

JAMES A. SHARON  
8625 Twin Lake Drive  
Boca Raton, Florida 33496

ROD M. POTOLICCHIO  
514 N.W. 77th Street  
Boca Raton, FL 33487

ARTICLE VII  
RESTRICTIONS ON TRANSFER OF STOCK

No common stock shall be sold or otherwise transferred by any stockholder to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

The price and terms of which and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE VIII  
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.


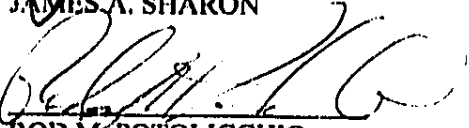
ARTICLE IX  
INCORPORATOR

The names and addresses of the persons signing these Articles are:

JAMES A. SHARON  
8625 Twin Lake Drive  
Boca Raton, Florida 33496

ROD M. POTOLICCHIO  
514 N.W. 77th Street  
Boca Raton, FL 33487

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of  
Incorporation this 29<sup>TH</sup> day of JANUARY, 1996.


  
JAMES A. SHARON  
  
ROD M. POTOLICCHIO

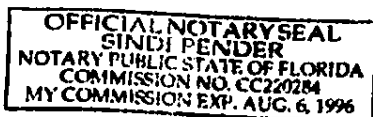
STATE OF FLORIDA     )  
                                  )ss.  
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 29<sup>TH</sup> day of  
JANUARY, 1996, by James A. Sharon and Rod M. Potolicchio, who are personally known  
to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

(Notarial Seal)

My Commission Expires:

  
Notary Public, State of Florida  
Print Name: SINDI PENDER  
Serial No.: CC220284



**FILED**  
MAY 10 23  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That POTSHA ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Boca Raton, County of Palm Beach, State of Florida has named JAMES SHARON, located at 514 N.W. 77th Street, Boca Raton, Florida 33487, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

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 agree to comply with the provision of said Act relative to keeping open said office.

BY: \_\_\_\_\_

  
JAMES A. SHARON  
(Registered Agent)