

P960000/6020

Feb 1, 1996

Row Thomas  
994 Alver Springs Rd  
Port Orange, FL 32119  
(904) 760-6361

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000001706158  
-02/05/96--01048--002  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Madam/Sir:

Enclosed please find Corporation papers along with  
the required filing fee of \$122.50. Upon review and  
approval please forward a certified copy to me  
at the above address. A stamped self addressed  
envelope has been enclosed for this purpose.

Should you have any questions or require further  
information you may contact me at (904) 760-6361.

Sincerely

Row Thomas

W96-2879  
2/8/96

00678  
00611  
00615  
00671



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 8, 1996

RON THAMES  
994 DEER SPRINGS ROAD  
PORT ORANGE, FL 32119

SUBJECT: GOLD CARD, INC.  
Ref. Number: W96000002879

We have received your document for GOLD CARD, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 896A00005506

*Dear Ms. Buckley:*

*Enclosed please find the document you requested above. Should you have any further questions please contact me at (904) 760-6361.*

*Thank you for your assistance.*

*Ron Thames*  
*2/14/96*

GOLD CARD, INC.  
ARTICLES OF INCORPORATION

FILED  
96 FEB 20 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is: GOLD CARD, INC.

ARTICLE II

The Corporation is a for profit corporation as authorized by the laws of the State of Florida and shall be organized pursuant thereto and shall enjoy all of the rights, privileges and immunities as provided for therein.

ARTICLE III

The Corporation shall have authority to issue Ten Thousand (10,000) shares of common stock.

The common stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law, including, but not limited to, the following rights and privileges:

- (a) Dividends may be declared and paid or set apart for payment upon the common stock out of any assets or funds of the Corporation legally available for payment of the dividends;
- (b) The holders of common stock shall have the right to vote for the election of officers and on all other matters requiring stockholder action, each share being entitled to one vote; and
- (c) Upon the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation,

the net assets of the Corporation available for distribution shall be distributed pro ride to the holders of the common stock in accordance with their respective rights and interests.

#### ARTICLE IV

This Corporation shall have perpetual duration.

#### ARTICLE V

The Corporation shall be authorized to issue its common stock in accordance with the provisions of Section 1244 of the Internal Revenue Code, as amended, pursuant to such prior plans as it may from time to time adopt, and the Corporation shall be authorized to adopt an initial plan for the issuance of such common stock at its first organizational meeting.

#### ARTICLE VI

This Corporation may be dissolved upon the written direction of two-thirds of the shareholders of the Corporation.

#### ARTICLE VII

The annual meeting of the shareholders of the Corporation shall be held on the first business day following the 1st day of January and shall be held at the Corporation's principal office.

#### ARTICLE VIII

Special meetings of the shareholders shall be held upon written notice of the President to the shareholders, or at

such other times as may be prescribed in the duly adopted by-laws.

#### ARTICLE IX

The Corporation elects to have no board of directors but shall be governed by its Officers who shall be elected by the shareholders, in accordance with by-laws duly adopted by the shareholders. The Shareholders shall appoint such officers as are necessary to operate the corporation. Nothing contained herein shall prohibit any person duly elected from holding more than one office. Each officer or director shall be elected or appointed for a term of office running until the next annual meeting of the Board of Directors of the Corporation, or such other term as provided by resolution of the Board of Directors. Each officer or director shall serve for the term of office to which he or she is elected or appointed until his or her successor has been elected or appointed and has qualified or until his or her earlier resignation, removal from office, or death. Any two or more offices may be held by the same person.

#### ARTICLE X

The initial registered office and principal office of the Corporation shall be at 994 Deer Spring Road, Port Orange, Florida 32119. The initial registered agent of the Corporation at such address shall be Ronald D. Thames.

ARTICLE XI

The name and address of the incorporator is:


Ronald D. Thames  
994 Deer Spring Road  
Port Orange, Florida 32119

ARTICLE XII

The mailing address of the Corporation is 994 Deer Spring Road, Port Orange, Florida 32119.

ARTICLE XIII

The Corporation is authorized to engage in any lawful business or activity for which corporations may be organized under the laws of the State of Florida to engage in the business of providing all types of services to individuals, corporations, partnerships and businesses of all kinds; marketing, selling; consulting; publishing; marketing, distribution, promoting, transportation and sale, either at wholesale or retail any product; to engage in the lending and borrowing of money; investment to include stock, futures and commodity trading, the brokerage; to purchase, lease or otherwise acquire, hold, own, mortgage, pledge, encumber and dispose of all kinds of property, real, personal, tangible, intangible and mixed, both within and without this state; and, to enter into partnerships, joint ventures, syndicates and other business associations for any lawful purpose or purposes allowed by law.

  
RONALD D. THAMES  
Incorporator

Sworn to and subscribed before me  
this 30<sup>th</sup> day of January, 1996

OFFICIAL NOTARY SEAL  
 TERRY W. GRIFFIN  
 NOTARY PUBLIC, STATE OF FLORIDA  
 COMMISSION NUMBER 14347  
 MY COMMISSION ENDS JAN. 16, 1999

**ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT**

I, Ronald D. Thames, whose mailing address and street address are 994 Deer Springs Road, Port Orange, FL 32119, hereby accept the herein designation as resident agent of this corporation.

DATED this 14th day of February, 1996.

Ronald D. Thames  
Ronald D. Thames

FILED  
95 FEB 21 AM 11:16  
SEAL  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared Ronald D. Thames, who is personally known to be the person described in and who executed the foregoing Acceptance of Designation of Resident Agent, as Resident Agent, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14th day of February, 1996.

Tammy A. Handevirt  
Notary Public, State of Florida at Large

My Commission No.: CA512061



Tammy A. Handevirt  
MY COMMISSION # CC512061 EXPIRES  
January 12, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.