

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 \$ _____

w96-6616
PH 3/27/96

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *nc* _____

WALK-IN *3/27 11:00*
Will Pick Up _____

RE: *Carousei* *FILE* *52654*
INC. *96 MAR 27 PH*

SECRETARY OF STATE
STATE OF FLORIDA

☒ Capital Express™
☒ Art. of Inc. Filing
☐ Corp. Record Search
☐ Ltd. Partnership Filing
☐ Foreign Corp. Filing
☒ () Cert. Copy(s)

Art. of Amend. Filing *000001759300*
Dissolution/Withdrawal *03/27/96-01018-028*
C U B. ****122.50 ***122.50*

Fictitious Name Filing

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 Filing
UCC 11 Search
UCC 11 Retrieval

Filing 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, 10% per Annum.

THANK YOU
from
Your Capital Connection

RECEIVED
56 MAR 27 AM 9:55
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

96 MAR 27 PM 3:19

DIVISION OF CORPORATION

March 27, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: CAROUSEL RECOVERY, INC.
Ref. Number: W96000006616

We have received your document for CAROUSEL RECOVERY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 596A00014020

Collected.

TRANSMITTAL LETTER

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

SUBJECT: CAROUSEL RECOVERY, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: DAVID J. KAPPER, ESQ
Name (printed or typed)

1700 E. LAS OLAS BLVD, Ste 100
Address

Ft. Lauderdale, FL 33301
City, State & Zip

(954) 463-7900
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED

96 MAR 27 PM 3:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CAROUSEL RECOVERY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4301 N. Dixie Highway
Pompano Beach, FL 33064

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares, at \$0 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DAVID J. KAPPER, Esq.
1700 E. LAS OLAS BLVD.
Suite 100
Ft. Lauderdale, FL 33301

FILED

96 MAR 27 PM 3:39

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors.

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation (State) SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bruce Schwack

1700 E. LAS OLAS Blvd. - President
Suite 100
Ft. Lauderdale, FL 33301

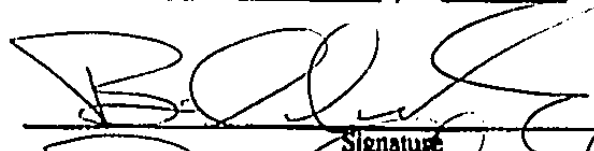
JOE McGinness

~~XXXXXXXXXXXXXXXXXXXX~~

4301 N. Dixie Highway - Vice President.
Pompano Beach, FL 33064

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

26 day of MARCH, 1996

 as President

Signature



Signature

 Vice President,

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

96 MAR 27 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CAROUSEL RECOVERY, Inc.
2. The name and address of the registered agent and office is:

DAVID J. KAPPER, ESQ
(NAME)

1700 E. LAS OLAS BLVD. Ste. 100
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Ft. Lauderdale, FL 33301
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

3/26/96
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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) 224-1112

P96000027048

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 \$ _____

4/12/96
ADH
ADH
ADH
ADH

RE: Carroll Recovery Inc of No 52504

C.C. FEE. DISBURSED
Capital Express _____
Art. of Inc. File _____
Corp. Record Search _____
Ltd. Partnership File _____
Foreign Corp. File _____
() Cert. Copy(s) Turned _____

Art. of Amend. File _____
Dissolution/Withdrawal _____
C U B- 500001778135
Fictitious Name File -04/12/96--01023--015
*****35.00 *****35.00

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..... \$ _____

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

REQUEST TAKEN CONFIRMED APPROVED
DATE 4/12
TIME 9:30 CK No. _____
BY ADH

WALK-IN
Will Pick Up _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

CAROUSEL RECOVERY, Inc.

FILED
96 APR 12 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(If revised listing)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V: The Vice President, Joe McGinness,
has resigned as an officer of the
Company

Bruce Schwack remains the sole officer
and incorporator of Carousel Recovery, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: April 11, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 11 of April, 19 96.

Signature

Bruce G. Schwack President, Incorporator
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Bruce G. Schwack

Typed or printed name

PRESIDENT, Incorporator

Title