

P916000028924

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

No 52654

RE: Billings APR 1 1996
Associated Pennsylvania
INC.

SECURED, FEE, STAMPED
TALLAHASSEE, FLORIDA

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 \$ _____

- ☒ Capital Express™
- ☒ Art. of Inc. File
- ☐ Corp. Record Search
- ☐ Ltd. Partnership File
- ☒ Foreign Corp. File
- ☐ () 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.

200100175-1992
-04/01/96 04060-013
***122.50 ***122.50

SUBTOTALS _____

W 96-6933
SN APR - 1 1996

REQUEST _____ TAKE IN _____ CONFIRMED _____ APPROVED _____
DATE _____
TIME _____ BY _____ CK No. _____

WALK-IN 34 12.00
Will Pick Up

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

RECEIVED
96 APR - 1 AM 10:31
DIVISION OF CORPORATE
DI

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1996

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: BILLINGS AND ASSOCIATES OF PENNSYLVANIA
Ref. Number: W96000006933

We have received your document for BILLINGS AND ASSOCIATES OF PENNSYLVANIA 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 corporate name must be identical throughout the document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 296A00014721

Corrected

RECEIVED
96 APR -3 AM 10:35
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

Billings and Associates of Pennsylvania, Inc.

FILED

96 APR -3 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators of this corporation under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is: Billings and Associates of Pennsylvania, Inc., with its principal place of business:

42 South Bridge Lane, North Key Largo, FL 33037

ARTICLE II

Purpose

The purpose for which this corporation is organized is to conduct any and all business for any and all purposes permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock which this corporation shall have authority to issue is 7500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all purposes shall be vested exclusively in the holder of the outstanding Common Shares.

ARTICLE V

Duration

This corporation is to have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE VI

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he may already hold, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Principal Place of Business

and Mailing Address

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

42 South Bridge Lane

North Key Largo, Florida 33037

ARTICLE VIII

Initial Registered Agent and Street Address

The name and the street address of the initial registered agent is:

John Furneaux
42 South Bridge Lane
North Key Largo, Florida 33037

ARTICLE IX

Officers

(a) The affairs of this corporation shall be managed by officers elected by the Board of Directors at its annual meeting. The officers serve until the next annual meeting of the Board of Directors unless removed earlier in accordance with the bylaws.

(b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

PRESIDENT John Furneaux

ARTICLE X

Directors

The corporation shall have three (3) directors. The number of directors shall be prescribed in the bylaws from time to time as adopted by the members. The names and addresses of the director(s) who shall serve until the first election, are as follows:

NAME	ADDRESS
JOHN FURNEAUX	42 South Bridge Lane North Key Largo, FL 33037
RANDY HETHERINGTON	110 Rushton Lane Tavernier, FL 33070
JEFF BILLINGS	12415 N. 68th Place Scottsdale, AZ 85254

ARTICLE XI

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted.

ARTICLE XII

Incorporator

The name and street address of the person signing these Articles of Incorporation is: JOHN FURNEAUX, 42 South Bridge Lane, North Key Largo, FL 33037

ARTICLE XIII

Bylaws

The bylaws of the corporation shall be adopted by the Board of Directors.

ARTICLE XIV

Amendments

An amendment to these articles may be proposed by the Board of Directors and shall be adopted by the Board of Directors by the affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

ARTICLE XV

The corporation shall have the further right and power to:

From time to time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) of any of them shall be open to inspection of stockholders; and no document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders of Board of Directors.

The Corporation may in its bylaws confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the bylaws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the Statutes of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

Dated this ____ day of _____, 19__.

STATE OF FLORIDA)
) SS:
COUNTY OF MONROE)

BEFORE ME, the undersigned authority, personally appeared,
_____ and _____ to me well known
to be the person described in and who executed the foregoing
Certificate of Incorporation, and who acknowledged before me,
according to law, that he made and subscribed the same for the
purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Official
seal at Monroe County, Florida, this __ day of _____, 19__.

Type/Print Name: _____
NOTARY PUBLIC, State of Florida
My Commission Expires:

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

FILED
3 APR 3 11:33

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ALLAHASSEE, FLORIDA

That Billings and Associates of Pennsylvania, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 42 SOUTH BRIDGE LANE, NORTH KEY LARGO FLORIDA 33037, has named JOHN FURNEAUX, located at 42 SOUTH BRIDGE LANE, NORTH KEY LARGO, FLORIDA, as its agent to accept service of process within Florida

SIGNATURE

John Furneaux
JOHN FURNEAUX, PRESIDENT

DATE

26 Mar 76

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE

John Furneaux
JOHN FURNEAUX
Registered Agent

DATE

26 Mar 76