

P96000031148

DAVID K. OAKS, P.A.
ATTORNEY AT LAW

DAVID K. OAKS
CIVIL TRIAL PRACTICE
PERSONAL INJURY AND WRONGFUL DEATH
WILLS, ESTATES AND ESTATE PLANNING

JACKIE M. SMITH
CERTIFIED LEGAL ASSISTANT

262 WEST MARION AVENUE
PUNTA GORDA, FLORIDA 33950

TELEPHONE: (941) 639-7627
FAX (941) 676-0242

April 1, 1996

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

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
4/1/96 12:50 PM

Re: ARTICLES OF INCORPORATION
of RFP CONSULTING, INC.

Dear Sir:

Enclosed please find the original and two copies of the Articles of Incorporation of RFP CONSULTING, INC. together with our filing fee of \$122.50. Please return a certified copy to the above address.

Yours very truly,



David K. Oaks

DKO:js
Encl.
cc: client

FILED
06 APR -4 AM 9:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SAS
4/10/96

ARTICLES OF INCORPORATION
OF

RFP CONSULTING, INC.

FILED

96 APR -4 PM 9:57

STATE
FLORIDA

We, the undersigned, REAGIN F. PARKER and LAURETTA PARKER, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

1. NAME. The name of the corporation shall be RFP CONSULTING, INC., a Florida corporation.

2. PURPOSE. The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

3. GENERAL POWERS. The Association shall have the following powers:

a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purposes contained in Article II above.

b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

f) To make contracts and guarantoes and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all any of its property, and income.

g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

4. TERM. This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

5. OFFICE. The principal office and mailing address of the corporation is to be located at 462 Gaspar Key Lane, Punta Gorda, Leo County, Florida 33955.

6. MANAGEMENT. This corporation shall have two directors, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

7. DIRECTORS. The names and addresses of the first Board of Directors of this corporation follows:

REAGIN F. PARKER 462 Gaspar Key Lane
Punta Gorda, FL 33955

LAURETTA PARKER 462 Gaspar Key Lane
Punta Gorda, FL 33955

This Board of Directors shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

7. OFFICERS.

a) The names and addresses of the first Officers of this corporation are as follows:

President

REAGIN F. PARKER
462 Gaspar Key Lane
Punta Gorda, FL 33955

Secretary/Treasurer

LAURETTA PARKER
462 Gaspar Key Lane
Punta Gorda, FL 33955

Those officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

8. STOCK. Said corporation is hereby authorized to have outstanding at any time, a maximum of one hundred (100) shares of common stock with \$1.00 par value; no other class or type of stock to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.

9. SHAREHOLDERS. The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, follows:

REAGIN F. PARKER
462 Gaspar Key Lane
Punta Gorda, FL 33955

50 SHARES

LAURETTA PARKER
462 Gaspar Key Lane
Punta Gorda, FL 33955

50 SHARES

10. RESIDENT AGENT. The name and address of the resident agent of the corporation is:

DAVID K. OAKS, ESQ.
DAVID K. OAKS, P.A.
252 West Marion Avenue
Punta Gorda, FL 33950

11. BY-LAWS. The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, said parties and subscribers have hereunto set their hands and seals this 29th day of March, 1996.

SIGNED AND SEALED
IN THE PRESENCE OF:

Jackie M. Smith

Donna M. Shannon

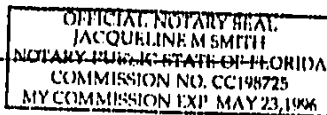
Reagin F. Parker
REAGIN F. PARKER

Lauretta Parker
LAURETTA PARKER

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared REAGIN F. PARKER incorporator of RFP CONSULTING, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 29th day of March, 1996.
My Commission Expires:



Jacqueline M. Smith
Notary Public

STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared LAURETTA PARKER incorporator of RFP CONSULTING, INC. who, after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 29th day of March, 1996.
My Commission Expires:



DONNA M. SHANNON
MY COMMISSION # CC376388 EXPIRES
June 18, 1998
BONDED THRU TROY FARM INSURANCE INC.

Donna M. Shannon
Notary Public

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 RFP CONSULTING, INC. desiring to organize under
the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation at City of Punta Gorda,
County of Lee, State of Florida, has named DAVID K. OAKS, ESQ. of
252 West Marion Avenue, City of Punta Gorda, County of Charlotte,
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT

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
provisions of said act relative to keeping open said office.

By David K. Oaks
Resident Agent

FILED
96 APR -4 PM 9:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

DAVID K. OAKS, P.A.
ATTORNEY AT LAW
252 WEST MARION AVE.
PUNTA GORDA, FL
33950
(941) 639-7627
FAX (941) 575-0242

DAVID K. OAKS
JACKIE M. SMITH
CERTIFIED LEGAL ASSISTANT

DAVID K. OAKS, P.A.
ATTORNEY AT LAW

252 WEST MARION AVENUE
PUNTA GORDA, FLORIDA 33980

TELEPHONE: (941) 639-7627
FAX (941) 878-0242

P96000031148

October 14, 1996

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

600001978326--9
-10/17/96--01025--010
*****35.00 *****35.00

Re: ARTICLES OF DISSOLUTION OF RFP CONSULTING
INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles
of Dissolution and Shareholder's Consent for RFP CONSULTING, INC.

Also enclosed is a check in the amount of \$35.00 for the
filing fee.

Thank you for your cooperation and assistance in this matter.

Yours very truly,

David K. Oaks
David K. Oaks

DKO:js
Encl.

FILED
96 OCT 17 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/18

**RFP CONSULTING, INC.
ARTICLES OF DISSOLUTION**

FILED
96 OCT 17 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the Corporation is RFP CONSULTING, INC.

II.

The names and respective addresses of its Officers are:

REAGIN F. PARKER	462 Gaspar Key Lane Punta Gorda, FL 33955
LAURETTA PARKER	462 Gaspar Key Lane Punta Gorda, FL 33955

III.

The names and respective addresses of its Directors are:

REAGIN F. PARKER	462 Gaspar Key Lane Punta Gorda, FL 33955
LAURETTA PARKER	462 Gaspar Key Lane Punta Gorda, FL 33955

IV.

All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made for them.

V.

All the remaining property and assets of the Corporation have been distributed among its Shareholders in accordance with their respective rights and interests.

VI.

There are no actions pending against the Corporation in any Court.

VII.

An executed copy of the written consent of the Shareholders to dissolve is attached. The written consent has been signed by all the Shareholders of the Corporation.


LAURETTA PARKER, Secretary

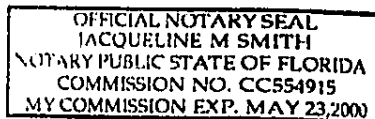

REGAIN F. PARKER, President

STATE OF FLORIDA
COUNTY OF CHARLOTTE

THE ABOVE and foregoing ARTICLES OF DISSOLUTION were acknowledged before me this 14 day of October, 1996 by REGAIN F. PARKER, President of RFP CONSULTING, INC. a Florida corporation who is personally known to me and who did not take an oath.


Notary public

My Commission Expires:



RFP CONSULTING, INC.

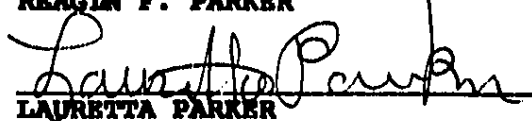
SHAREHOLDERS CONSENT TO VOLUNTARY CORPORATE DISSOLUTION

THE UNDERSIGNED, being all of the Shareholders of RFP CONSULTING, INC., a Florida corporation, consent to the voluntary dissolution of said Corporation.

Dated: October 14, 1996



REGAIN F. PARKER



LAURETTA PARKER