

P96000040987
TRANSMITTAL LETTER

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

100001812801
-05/08/96--01028--008
*****78.75 *****78.75

SUBJECT: EDISON INVENTIONS RATING SERVICE OF MANUFACTURING AGENCIES
(Proposed corporate name - must include suffix)
AND AFFILIATED SERVICES, INC

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:

Philip Amico

Name (printed or typed)

2524 Fowler St

Address

FT MYERS, FL 33901-5026

City, State & Zip

(941) 337-1771

Daytime Telephone number

MAY 14 1996

BSB

FILED
96 MAY -7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILED

96 MAY -7 AM 9:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

ARTICLE I

NAME: The name of the corporation shall be EDISON INVENTOR'S RATING SERVICE
OF MANUFACTURERS, AGENCIES AND AFFILIATED SERVICES, INC.

ARTICLE II

PRINCIPAL (REGISTERED) OFFICE: The principal (registered) office of this corporation is to be located at:
2524 FOWLER ST
in the City of FORT MYERS, County of LEE
State of FLORIDA, and may transact its business and maintain offices for
such purposes at such other places either within or without this State.

ARTICLE III

PURPOSE AND DURATION: The purpose for which this corporation is organized is the transaction of any and all
lawful business for which a corporation may be incorporated under the laws of THE STATE OF FLORIDA,
as they may be amended from time to time, and whose existence shall be perpetual.

ARTICLE IV

INITIAL BUSINESS: The corporation initially intends to engage in the business of ANY LAWFUL
BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED.

ARTICLE V

INCORPORATORS (AND INITIAL DIRECTORS): The names and addresses of the incorporators (and if required
or permitted by State Laws, the persons who will serve as the initial board of directors until the annual meeting of the
stockholders or until their successors have been elected and qualified) are:

Philip Amico
(Name)

221 SE 29 TERRACE
(Address)

CAPE CORAL FL 33904
(City State Zip Code)

ROBERT KEREZ
(Name)

2304 SW 53RD ST
(Address)

CAPE CORAL, FL 33904
(City State Zip Code)

_____ (Name)	_____ (Address)
	_____ (City, State, Zip Code)
_____ (Name)	_____ (Address)
	_____ (City, State, Zip Code)

ARTICLE VI

DIRECTORS: The business and affairs of this corporation shall be conducted by a Board of Directors whose number shall not be less than ONE, nor more than TEN members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Directors need not be Stockholders of the Corporation unless so required by the Bylaws. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees which to the extent provided in said resolution or resolutions or in the Bylaws shall have and may exercise all powers of the Board of Directors on the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be fixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated on the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers as the Bylaws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the Bylaws may provide. the Board of Directors is expressly authorized to make, alter or repeal the Bylaws of this corporation or any article therein.

ARTICLE VII

PRIVATE PROPERTY: The private property of the Stockholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever, as provided under State Laws.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The corporation shall indemnify every Director and Officer, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which corporation is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such officer or director, and the amounts paid in settlement by him or her in such settlement shall have been approved by the Board of Directors of the Corporation, and so provided under State Laws.

ARTICLE IX

CAPITAL STOCK: (Indicate below, the number, kind and par value of the Capital Stock)

☒ The corporation shall have the authority to issue 1000 Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors, and may be designated as voting or non-voting at the time of issuance.

☐ The corporation shall have the authority to issue N/A Shares of Common Stock, each share to have a Par Value of \$ N/A. The shares may be issued upon such terms as the Board of Directors may from time to time authorize including the designation as to whether such shares shall be voting or non-voting.

☐ The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows: N/A
Shares of Common Stock with _____ Par Value, designated as Class A Common Stock; and _____ Shares of Preferred Stock with a Par Value of \$ _____ each share, designated as Class B Preferred Stock.

Said preferred stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights, rights of conversions, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.

ARTICLE X

AMENDMENTS: These articles may be amended in any manner allowed by law at the time of the amendment.

ARTICLE XI



STATUTORY(RESIDENT)(REGISTERED) AGENT: The name and address of the initial Statutory(Resident) (Registered) Agent for the corporation who agrees to accept service of process on behalf of the corporate entity is:

Philip Amico (941) 332-1771
2524 Fowler St. Ft. Myers, Florida 33901-5026

ARTICLE XII

FISCAL YEAR: The fiscal year of the corporation shall be from JANUARY 1ST to DECEMBER 31ST of each year.

IN WITNESS WHEREOF, we have set our hands this 29TH day of APRIL, 19 96.


Signature of Incorporator

Signature of Incorporator

Signature of Incorporator

Signature of Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: EDISON TURNBULLS RATING SERVICE

OF MANUFACTURERS, AGENTS AND AFFILIATED SERVICES, INC.

2. The name and address of the registered agent and office is:

Philip Amico
(Name)

2524 Fowler St
(P.O. Box or Mail Drop Box **NOT** acceptable)

Fort Myers, FL 33901-5021
(City/State/Zip)

FILED
65 MAY -7 AM 9:46
TALLAHASSEE, FLORIDA

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.

Philip Amico
(Signature)

4/29/96
(Date)