

**P96000 54744** of **No 52504**

**CAPITAL CONNECTION, INC.**

+17 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

RE: Champion St. David, Inc

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter 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. \_\_\_\_\_

C.C. FEE \$ \_\_\_\_\_  
 DISBURSED \$ \_\_\_\_\_  
 \*\*\*\*\*78.00 \*\*\*\*\*78.00

**SUBTOTALS** \_\_\_\_\_

496 31919

F. CHESSEY JUN 27 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/27		
TIME	9:37		CK No.
BY			

WALK-IN Will Pick Up \_\_\_\_\_

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

Articles of Incorporation  
for  
**CHAMPINE & DAVID, INC.**  
(for-profit corporation)

*The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:*

**ARTICLE I - NAME**

The name of the Corporation shall be CHAMPINE & DAVID, INC.

**ARTICLE II - PURPOSES**

The general purposes for which the corporation is organized are:

- A. To engage in the business of telemarketing.
- B. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried in connection with or auxiliary to the foregoing business.
- C. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
- D. To engage in any activity or business permitted under the laws of the State of Florida and of the United States.

**ARTICLE III - DURATION**

The duration of the corporation is perpetual.

**ARTICLE IV - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 2471 McMullen Booth Road, Suite 300, Clearwater, Florida 34619.

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55 JUN 27 11:11:23  
CLERK OF CIRCUIT COURT  
HILLSBORO COUNTY, FLORIDA

#### **ARTICLE V - CAPITALIZATION**

The aggregate number of shares of stock which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00).

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial Registered Agent is Stavros Tingirides, Esquire and the street address of the initial Registered Office of this Corporation in the State of Florida is 800 North Belcher Road, Suite 4, Clearwater, Florida 34625. The Board of Directors may, from time to time and without an amendment of these Articles, change the Registered Agent of the Corporation or move the Registered Office to any other address within the State of Florida.

#### **ARTICLE VII - INCORPORATORS**

The name and address of the sole incorporator is Stavros Tingirides, Esquire, 800 North Belcher Road, Suite 4, Clearwater, Florida 34625.

#### **ARTICLE VIII - PREEMPTIVE RIGHTS**

The Corporation shall have the power to create and issue, with or without any connection to the issue and sale of any shares of stock or other securities, rights, warrants, or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock of any class or classes, upon such terms and conditions and at such times and prices, but not less than par if such shares have par value, as the Board of Directors may provide and which shall be incorporated in an instrument or instruments evidencing such rights. In the absence of fraud, the judgment of the Directors as to the consideration of the issuance of such rights, warrants, or options and the sufficiency thereof shall be conclusive.

#### **ARTICLE IX - DIRECTORS**

The number of Directors may be increased or decreased from time to time, by an amendment of the by-laws when such amendment is adopted by the stockholders, provided that the number of Directors shall never be less than one (1).

#### **ARTICLE X - INITIAL DIRECTORS**

This Corporation shall have two (2) Directors initially. The names and addresses of the initial Directors are:

34624 MARK C. DAVID, 2717 Soville Boulevard, #6207, Clearwater, Florida

34698 JOHN E. CHAMPINE, 1515 Bayshore Boulevard, #1, Dunedin, Florida

#### **ARTICLE XI - INDEMNITY OF DIRECTORS AND OFFICERS**

Any person made a party to any action, suit or proceeding by reason of the fact that he, or his personal representative, is or was a director, officer or employee of the Corporation, or any corporation in which he serves as such at the request of the Corporation, shall be indemnified by the Corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding or in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be judged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer, director or employee may be entitled apart from the provisions of this section.

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance and in good faith upon financial statements of the Corporation represented to him to be correct by the President of the Corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the Corporation; nor shall he be liable if in good faith in determining the amount available for dividends or distribution, he considered the assets to be of ample value.

#### **ARTICLE XII - BY-LAWS AND STOCKHOLDERS AGREEMENT**


The stockholders, by agreement, or the by-laws of the Corporation may restrict the transfer or encumbrance of any and all of its stock, including but not limited to, provisions for the transfer of the stock owned by retiring, disabled or deceased stockholder, or any stockholder required to sever financial interests in the Corporation. Where the by-laws are amended for the purpose of changing, modifying or otherwise repealing provisions respecting the management of this Corporation, then only the stockholders of this Corporation shall have the power to so adopt, amend, modify or repeal such by-laws.

#### **ARTICLE XIII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the

Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that the Articles of Incorporation be amended.

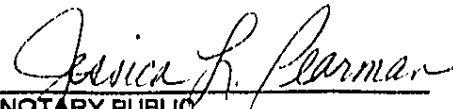
The undersigned incorporator has executed these Articles of Incorporation this 26th day of June, 1996.

  
Stavros Tinglides, Esquire, Incorporator

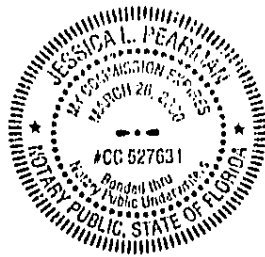
STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me personally appeared Stavros Tinglides, Esquire, well known to me and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he voluntarily executed these Articles of Incorporation for the use and purposes herein contained.

WITNESS my hand and official seal in the County and State above named, this 26th day of June, 1996.

  
NOTARY PUBLIC

My Commission Expires:



# CHAMPINE & DAVID, INC.

(for-profit corporation)

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes, sections 607.0501 and 48.091, and Article VI of the Articles of Incorporation of CHAMPINE & DAVID, INC., organized under the laws of the State of Florida, the undersigned corporation submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the corporation is CHAMPINE & DAVID, INC.
2. The name and address of the registered agent and office is:

Stavros Tingirides, Esquire  
800 North Belcher Road  
Suite 4  
Clearwater, Florida 34625

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. I shall serve as Registered Agent until otherwise removed or until I resign pursuant to the laws of the State of Florida.

Dated June 26, 1996.

  
Stavros Tingirides, Esquire

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95 JUN 27 AM 11:29  
TALLAHASSEE, FLORIDA