

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-0086

P96000072124

CSC networks

PRIME LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 064754

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 26, 1996

ORDER TIME : 8:44 AM

ORDER NO. : 064754

CUSTOMER NO: 6258A

800001831588

CUSTOMER: Ms. Virginia W. Egan
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: ALL STAR INVESTORS, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

509.634 -
W96 - 17924
167.634.

FILED
55 AUG 26 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
55 AUG 26 AM 10:02
DIVISION OF CORPORATION

8-29-96
16



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

RECEIVED
96 AUG 27 PM 12:02
DIVISION OF CORPORATION

August 27, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ALL STAR INVESTORS, INC.
Ref. Number: W96000017924

RESUBMIT

Please give original
submission date as file date.

We have received your document for ALL STAR INVESTORS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 796A00040464



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ALL STAR INVESTORS, INC.
Ref. Number: W96000017924

RESUBMIT

Please give original
submission date as file date.
26th

We have received your document for ALL STAR INVESTORS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 196A00040678

RECEIVED
96 AUG 29 AM 11:41
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
ALL STARS INVESTORS, INC.

FILED
96 AUG 26 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be

ALL STARS INVESTORS, INC.

The principal office address of the corporation shall be
720 Goodlette Road, North #302, Naples, Florida 34102.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSES

The general purposes for which the corporation is organized shall be:

(1) To manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description.

(2) It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same be from time to time amended; provided, however, that notwithstanding the generality of the foregoing, the corporation is not hereby authorized to conduct a banking, safe deposit, trust, mutual fire insurance association, cooperative association, fraternal benefit society, state fair, or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is ten thousand (10,000) shares, which shall be designated Common Shares with a par value of One Cent (\$.01) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is 1167 Third Street South, Naples, Florida 34102. The name of the initial registered agent of the corporation at such address is Bond, Schoeneck & King, P.A.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the corporation shall be one (1).
- B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The name and address of the initial member of the Board of Directors, who shall hold office until his successors are duly elected and have qualified, is:

<u>Name</u>	<u>Address</u>
Jerry F. Nichols	720 Goodlette Road, North #302 Naples, FL 34102

ARTICLE VII - INCORPORATOR

The name of and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Jerry F. Nichols	720 Goodlette Road, North #302 Naples, FL 34102

ARTICLE VIII - PREEMPTIVE RIGHTS

Holders of shares of any class or series of the corporation shall, as such holders, for a period of thirty days following written notice of a prospective issuance, sale, or other transfer of shares by the corporation, have preemptive rights to purchase shares of any class or series hereafter issued, sold, or otherwise transferred for cash or a cash equivalent by the corporation of the same kind, class, and series, as the case may be, as that which such shareholders already hold, and, to the same extent, to purchase securities convertible into or exchangeable for shares of the corporation or to which shall be attached or appertain any warrants or rights entitling the holder thereof to purchase shares of the

corporation. To be effective, a preemptive right must be exercised by a tender, in cash, to the corporation at its principal office, by the exercising shareholder, of the aggregate purchase price of the shares to be purchased by such shareholder, together with a statement executed by such shareholder that such shareholder is thereby exercising his preemptive rights; provided, however, that: (i) such shareholder shall be entitled to exercise preemptive rights only with respect to all, and not less than all, shares to which such shareholder's preemptive rights then apply; and, (ii) no preemptive right shall be exercisable if exercise of the same would, in the opinion of legal counsel to the corporation, violate any law, rule, or regulation, including, but not limited to, federal or state securities laws, to which the corporation is subject.

ARTICLE IX - CUMULATIVE VOTING

At each election of directors each shareholder of the corporation entitled to vote thereon shall be allowed to vote the share held by such shareholder cumulatively so as to give one candidate as many votes as is equal to the number of directors to be elected multiplied by the number of shares held by such shareholder, or to distribute such votes on the same principal among as many candidates as the shareholder may wish.

ARTICLE X - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested in either the Board of Directors or the shareholders; provided, however, that no By-Law adopted by the shareholders may be altered, amended, or repealed by the Board of Directors; and provided, further, however, that only the shareholders may adopt a By-Law which fixes, increases, or decreases the number of directors of the corporation.

ARTICLE XI - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE XII - INDEMNIFICATION

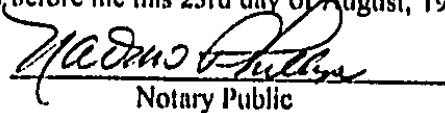
The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Naples, Florida, this 23 day of August, 1996.

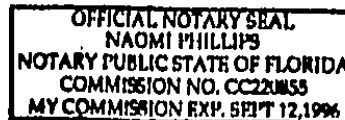

Jerry F. Nichols

STATE OF FLORIDA)
) SS.
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 23rd day of August, 1996, by Jerry F. Nichols.


Notary Public

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, Bond, Schoeneck & King, P.A., as registered agent appointed in accordance with the forgoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed pursuant to §607.0501 of the Florida General Corporation Act.

BOND, SCHOENECK & KING, P.A.

By: 
David N. Sexton

FILED
96 AUG 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA