

P 96000082674



INNERCITY EQUITY HOLDINGS, INC.
OPERATING ACCOUNT
1908 SEAGULL DR.
CLEARWATER, FL 34624

1014

SEPT. 24 1996

63-761/831
00498

PAY TO THE
ORDER OF

SECRETARY OF STATE

\$ 70.00

Seventy Dollars and XX/100

DOLLARS



First Union National Bank
of Florida
St. Petersburg, Florida
24 Hour Information Service
1-800-735-1012

FOR ARTICLES FOR InerCity Finance

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I **Name**

The name of the corporation shall be:
InnerCity Finance Company, Inc.

Article II **Principal Office**

The business mailing address of this corporation shall be:
1909 Seagull Drive
Clearwater, FL. 34624

Article III **Shares**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Million Shares or 1,000,000
Par value to set at \$1.00 per share

Article IV **Initial Registered Agent and Address**

The name and address of the initial registered agent is:

Clifford Allan Gephart
524 3rd Street N #100
Saint Petersburg, FL 33701

Article V

FILED
96 OCT -4 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The names and street addresses of the incorporators to these Articles of Incorporation are:

Clifford Allan Gephart
524 3rd Street N #100
Saint Petersburg, FL 33701

Andrew Ronald Ross
1909 Seagull Drive
Clearwater, FL 34624


ARTICLE VI
Director LIABILITY

No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

The undersigned incorporator has executed these Articles of Incorporation this 15th day of SEPTEMBER 19 96



signature



signature

I, Clifford A. Gephart, hereby am familiar with and accept the duties and responsibilities as registered agent for InnerCity Finance Company, Inc.



signature

96 OCT -4 PM 4: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

P96000082674

Document Number Only

Andrew R. Ross
Requestor's Name
1909 Seagull Drive
Address
Clearwater, FL 34624
City State Zip Phone

CORPORATION(S) NAME

Itineracity Finance Company, Inc
SECRETARY OF STATE
TALLAHASSEE FLORIDA
97 FEB 18 11:25 AM '89

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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Tony Howard

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
INNERCITY FINANCE COMPANY, INC.**

FILED
97 FEB 13 PM 12:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

These Articles of Incorporation are being amended to add officers and directors as follows:

Andrew R. Ross
President
1909 Seagull Drive
Clearwater, FL 34624

Clifford A. Gephardt
President
524 3rd Street North
St. Petersburg, FL 33701

Shareholders approve amendment on February 5, 1997.

 *President*

Andrew R. Ross
President
InnerCity Finance Company, Inc.