

# CAPITAL CONNECTION, INC.

417 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

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

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

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

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

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

EFFECTIVE DATE

11-25-96

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY APL \_\_\_\_\_

WALK-IN  
 Will Pick Up 1029 1100

RE: David Evans Inc.

	C.C. FEE.	DISBURSED
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	000001938250	5
Annual Report/Reinstatement	-10/29/96-01026-029	
Reg. Agent Service	****122.50	****122.50
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.	

## SUBTOTALS

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 Dns. 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

EFFECTIVE DATE

10-25-96

ARTICLES OF INCORPORATION  
OF  
DAVID BASS, INC.

FILED  
96 OCT 29 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be DAVID BASS, INC.

ARTICLE II

The general nature of the business or businesses to be transacted by this corporation shall be:

To engage in the business of a real estate brokerage business. To furnish the services as a licensed real estate broker and consultant and generally to enter into and perform contracts, to adjust, act as consultant, or otherwise participate in the disposal of, property under or in connection with a real estate business.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees 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 or any of its property, franchises and income.

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 and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE III

The aggregate number of shares which the corporation is authorized to issue is six thousand (6,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

### ARTICLE IV

The address of the principal office of the corporation is 1127 Wilkinson Street, Orlando, Orange County, Florida 32801.

### ARTICLE V

The street address of the initial registered office of the corporation is 1031 West Morse Blvd., #105, Winter Park, Florida 32789. The name of the initial registered agent at such address is Michael L. Marlowe.

#### ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one  
(1). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
David L. Bass	1127 Wilkinson Street Orlando, FL 32803

#### ARTICLE VII

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
David L. Bass	1127 Wilkinson Street Orlando, FL 32803

#### ARTICLE VIII

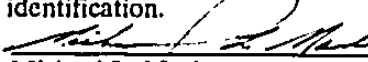
The date corporate existence shall begin shall be October 25, 1996, provided that these Articles are filed with the Department of State within five (5) days of the date of subscription and acknowledgment, exclusive of legal holidays, and if not so filed, then the date of corporate existence shall be the date of such filing.

IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set her hand and seal at Winter Park, in the County of Orange, State of Florida, this 25th day of October, 1996.

  
\_\_\_\_\_  
David L. Bass

STATE OF FLORIDA  
COUNTY OF ORANGE

SWORN TO and subscribed before me this 25th day of October, 1996, by David L. Bass, who produced a Florida Driver's License as identification.

  
\_\_\_\_\_  
Michael L. Marlowe  
Notary Public, State of Florida  
My Commission Expires:



MICHAEL L. MARLOWE  
MY COMMISSION # CC317621 EXPIRES  
October 5, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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:

DAVID BASS, INC.

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

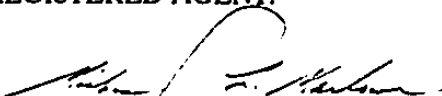
Michael L. Marlowe  
1031 W. Morse Blvd., Suite 105  
Winter Park, FL 32789

  
\_\_\_\_\_  
David L. Bass

Title: Subscriber

Date: October 25, 1996

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.

  
\_\_\_\_\_  
Michael L. Marlowe

DATE: October 25, 1996

FILED  
OCT 29 AM 11:27  
TALLAHASSEE, FLORIDA