

# 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 \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

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

RE: Rolux Equities Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement	***122.50	***122.50
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> 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 Days, 15% per Annum.

THANK YOU  
from  
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

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

BY PPP

WALK-IN Will Pick Up 1-27 1:00 for

RECEIVED  
96 JAN 27 AM 11:19  
FILED  
97 JAN 29 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

January 27, 1997

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

SUBJECT: ROLEX EQUITIES, INC.  
Ref. Number: W97000001942

*Corrected*

We have received your document for ROLEX EQUITIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent signature must be an original signature.

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) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 397A00004044

RECEIVED  
JAN 29 AM 11:34  
TALLAHASSEE, FLORIDA

# **ARTICLES OF INCORPORATION OF Rolex Equities, Inc.**

The undersigned subscribers to these articles, each a natural person, competent to contract, hereby form a corporation under the laws of the State of Florida, and under the following articles:

## **ARTICLE I - NAME**

The name of this corporation shall be Rolex Equities, Inc.

## **ARTICLE II - NATURE OF BUSINESS**

This corporation shall engage in any activities or business permitted under the laws of the United States or of the State of Florida.

## **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of one class denoted common stock having a nominal par value of \$1.00 per share.

## **ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

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

The street address of the initial registered office of this corporation is 7100 Plantation Road Suite 16C, Pensacola, Florida 32504, and the name of the initial registered agent of this corporation at that address is Goodloe T. Farrington, Jr. The principal address and the registered office address are the same.

## **ARTICLE VI - DIRECTORS**

The business of the corporation shall be managed and its corporate powers exercised by a board of one or more directors. The corporation shall have two (2) directors initially. The number of directors shall be increased or decreased from time to time by by-laws adopted by the stockholders, but there shall never be less than one.

FILED  
97 JAN 29 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII - INITIAL DIRECTORS AND OFFICERS**

The name and post office addresses of the initial directors and the corporate officers are:

NAME	ADDRESS	OFFICE
Goodloe T. Farrington, Jr.	7100 Plantation Road, Suite 16C Pensacola, FL 32504	President - Director
C.F. Paulchek	7575 Sandy Creek Dr. Pensacola, FL 32506	Director

## **ARTICLE VIII - SUBSCRIBERS**

The name and residence address of the subscribers to these articles of incorporation are:

NAME	ADDRESS
Concord Investment Management Corporation	7100 Plantation Road, Suite 16C Pensacola, FL 32504

## **ARTICLE IX - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE X - RESTRICTIONS ON SALE OF STOCK**

The corporation, and subject to the priority of the corporation the remaining stockholders of the corporation shall have preference in the purchase of any shares of the capital stock of the corporation and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgees, assignees, receivers, trustee in bankruptcy, or any other person holding under or in privity with any stockholder desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation stating the terms of the bona fide offer which he has received, and unless the terms of such offer are accepted within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the secretary of the corporation shall mail written notice to all remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such bona fide offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice they shall be

deemed to have waived their privilege of purchasing and the stockholders or the person in privity with him, desiring to sell shall be at liberty to effect a sale upon the terms of such bona fide offer. No stockholder may cause the corporation or the remaining stockholders to waive their privilege of purchasing until such stockholder has received a bona fide offer for the purchase of such shares. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such bona fide offer.

  
\_\_\_\_\_  
President, Concord Investment Management Corporation

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 23rd day of January, 1998, by Goodloe T. Farrington, Jr., President of Concord Investment Management Corporation, who acknowledged that he subscribed to those articles.

  
\_\_\_\_\_  
Notary Public

SEAL

My commission expires 12/5/99



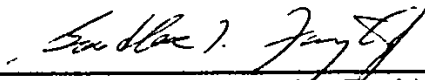
Donna F. Jones  
MY COMMISSION # CC818041 EXPIRES  
December 5, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First: That **Rolex Equities, Inc.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Article of Incorporation, at the City of Pensacola, County of Escambia, State of Florida, has named **Goodloe T. Farrington, Jr., located at 7100 Plantation Road, Suite 16C, Pensacola, Florida 32504**, as its agent to accept service of process within this State.

Second: Having been named to accept service of process for the above-named corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Goodloe T. Farrington, Jr. - Resident Agent

FILED  
97 JAN 29 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA