

# 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 \$ \_\_\_\_\_

FILED

97 FEB 10 PM 4:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FEB 10 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

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

BY [Signature] \_\_\_\_\_

WALK-IN Will Pick Up 2/10 1200

RE: Dord, Inc.

	C.C. FEE.	DISBURSED
<input checked="" 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 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		
<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, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

**ARTICLES OF INCORPORATION  
OF**

**NORED, INC.**

**FILED**

97 FEB 10 PM 4: 22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WE, THE UNDERSIGNED**, hereby certify that we have associated ourselves together for the purpose of establishing a corporation under and in accordance with the provision of Chapter 607 Florida Statutes, providing for the information, rights and privileges and immunities of the corporation for profit and in pursuance of the terms of said Statutes, we hereby declare and certify as follows:

**ARTICLE I - NAME**

The name of this corporation shall be **NORED, INC.**. The mailing address of the corporation shall be: **Park Plaza I, 8613 Regency Park Blvd., Port Richey, FL 34668**

**ARTICLE II - DURATION**

This corporation shall exist in perpetuity.

**ARTICLE III - PURPOSE**

This Corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) The business shall be, including but not limited to: **TRAVEL AGENCY**

(b) To own, buy, purchase, exchange, hire, lease, mortgage, or otherwise acquire real estate and property, either improved, or any interest or right therein, and to own, hold control, maintain, manage and develop the same in any state of the United States.

(c) The corporation shall have the lawful right to transact any and all other lawful business.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 500 shares of common stock with a par value of \$1.00.

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

The street address of the initial registered office of this corporation is 9436 Regency Park Blvd. - Suite A, Port Richey, FL 34668, and the name of the registered agent of this corporation is: **James G. Vickaryous, Esq.**

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have One (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial directors of this corporation are:

<b>NAME</b>	<b>ADDRESS</b>
<b>Noreen M. Kozuch</b>	13020 Mink Run Hudson, FL 34669

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

The names and addresses of the persons signing these Articles of Incorporation are:

<b>NAME</b>	<b>ADDRESS</b>
<b>James G. Vickaryous, Esq.</b>	9436 Regency Park Blvd. - Ste. A Port Richey, FL 34668

#### **ARTICLE VIII - STOCKHOLDERS**

The names addresses of the stockholders of this corporation are as follows:

**NAME**

**ADDRESS**

**SHARES**

**ARTICLES IX - OFFICERS**

The names and addresses of the Officers, who are subject to the provisions of these Articles, By-Laws and Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected, and have qualified are as follows:

**NAME**

**ADDRESS**

**Noreen M. Kozuch  
President**

**13020 Mink Run  
Hudson, FL 34669**

**Edward J. Kozuch  
Secretary**

**13020 Mink Run  
Hudson, FL 34669**

**ARTICLE X - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash 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 at the price at which it is offered to others.

**ARTICLE XI - BUY BACK**

If a shareholder, or anyone receiving shares by sale or inheritance, desires to sell his stock during his lifetime, he shall give the other Stockholders and the Secretary of the Corporation written notice of such desire, and the other Stockholders shall have the right to purchase such stock at any time within thirty

(30) days after such notice at such terms as the selling Stockholder may be offering.

#### **ARTICLE XII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

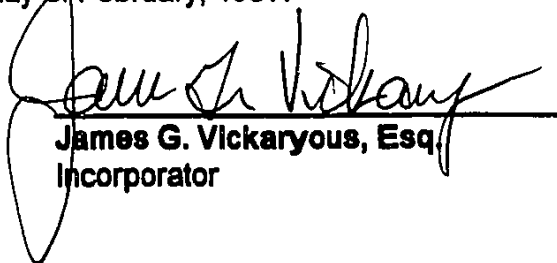
#### **ARTICLE XIII - SPECIAL PROVISIONS**

It is the intent of the incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as Subchapter "S" corporation.

#### **ARTICLE XIV - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 5th day of February, 1997.

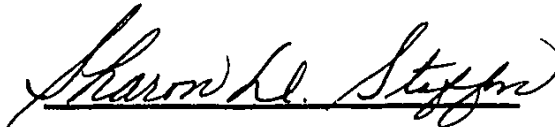
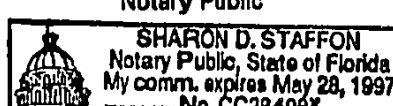
  
James G. Vickaryous, Esq.  
Incorporator

State of Florida  
County of Pasco

The foregoing instrument was acknowledged before me this 5th of February, 1997, by James G. Vickaryous, Esq., who is personally known to me.

#### **THIS INSTRUMENT PREPARED BY:**

JAMES G. VICKARYOUS, ESQ.  
UMSTED & VICKARYOUS  
9436 Regency Park Blvd.-Ste. A  
Port Richey, FL 34668  
(813)844-7944  
Florida Bar No: 0986933

  
Notary Public  
  
SHARON D. STAFFON  
Notary Public, State of Florida  
My comm. expires May 28, 1997  
No. CG284967

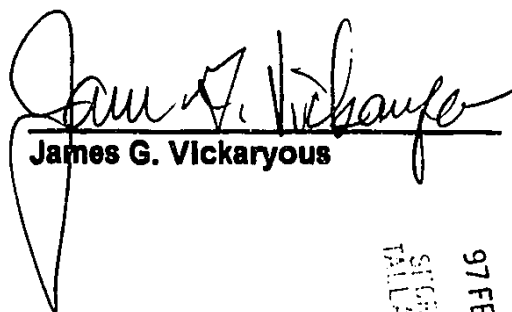
## REGISTERED AGENT

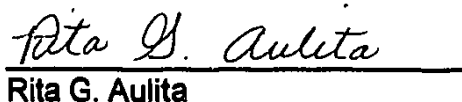
The undersigned having been designated as Registered Agent for the service of process within the State of Florida, upon **NORED, INC.**, does hereby accept the appointment as such agent for the above-named corporation. The address of such corporation is Park Plaza I, 8613 Regency Park Blvd., Port Richey, FL 34668. The address of the Registered Agent is: 9436 Regency Park Blvd. - Suite A, Port Richey, FL 34668

IN WITNESS WHEREOF, the name and seal of said Registered Agent hereto is affixed at Port Richey, Florida, this 5th day of February, 1997.

Signed, sealed and delivered  
In the presence of:

  
Sharon D. Staffon

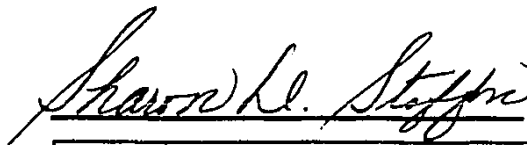
  
James G. Vickaryous

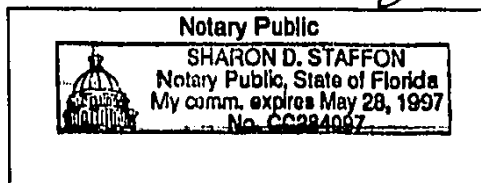
  
Rita G. Aulita

State of Florida  
County of Pasco

The foregoing instrument was acknowledged before me this 5th of February, 1997, by James G. Vickaryous, Esq., who is personally known to me.

THIS INSTRUMENT PREPARED BY:  
JAMES G. VICKARYOUS, Esq.  
UMSTED & VICKARYOUS  
9436 Regency Park Blvd.-Ste. A  
Port Richey, FL 34668  
(813)844-7944  
Florida Bar No: 0986933





FILED  
97 FEB 10 PM 4:22  
STATE OF FLORIDA  
TALLAHASSEE