

997000019127

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

No 55741

RE: Susan Spain, Inc.

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 MAR -3 AM 10:10  
SUCCESSIONS & ESTATE  
TALLAHASSEE, FLORIDA

TX 1.3 bid later

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY [Signature]

WALK-IN Will Pick Up 3/3 12:00

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" 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.....	\$ 98
TAX on corporate supplies.....	\$ 28
SUBTOTAL.....	\$ 126
PREPAID.....	\$ 35
BALANCE DUE.....	\$ 91

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  
SUSAN B. SPAIN, INC.

FILED  
97 MAR -3 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be SUSAN B. SPAIN, INC.

ARTICLE II

PRINCIPAL OFFICE

The address of the principal place of business of this corporation in the State of Florida shall be 2321 N.W. 41st Street, Gainesville, Florida 32606, and the mailing address of the corporation shall be 2321 N.W. 41st Street, Gainesville, Florida 32606. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE IV

##### CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time shall be Seven Thousand Five Hundred (7,500) shares of common stock at the par value of One Dollar (\$1.00) per share.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 2321 N.W. 41st Street, Gainesville, Florida 32606, and the name of the initial registered agent of this corporation at that address is Susan B. Spain.

#### ARTICLE VI

##### DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have not less than two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws adopted by the stockholders, but shall never be less than one director. The names and street addresses of the members of the initial Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>
Susan B. Spain	2321 N.W. 41st Street Gainesville, Florida 32606

Thomas C. Spain

2321 N.W. 41st Street  
Gainesville, Florida 32606

The names, titles and street addresses of the initial officers who shall hold office during the first year of the corporation's existence or until their successors are elected are:

<u>Name</u>	<u>Title</u>	<u>Street Address</u>
Susan B. Spain	President	2321 N.W. 41st Street Gainesville, FL 32606
Thomas C. Spain	Vice-President	2321 N.W. 41st Street Gainesville, FL 32606
Julian A. Huggins	Secretary	2321 N.W. 41st Street Gainesville, FL 32606

#### ARTICLE VII

##### PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE VIII

##### INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Street Address</u>
Mary W. Monaco, Esq.	2210 N.W. 40th Terrace Suite A Gainesville, Florida 32605

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of February, 1997.

  
MARY W. MONACO

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
97 MAR -3 AM 10:10  
SEAL OF THE STATE  
TALLAHASSEE, FLORIDA

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 its registered agent and registered office in the State of Florida:

1. The name of the corporation is **SUSAN B. SPAIN, INC.**
2. The name and address of the registered agent and office is:

**SUSAN B. SPAIN**  
2321 N.W. 41st Street  
Gainesville, Florida 32606

Signature: \_\_\_\_\_

Title: Registered Agent

Date: 2/26/97

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept 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.

BY: \_\_\_\_\_

DATE: 2/26/97

**SUSAN B. SPAIN**, as the Registered Agent for  
**SUSAN B. SPAIN, INC.**