# COS-6-ULVESTON SOLVESTON SELECTION Office Use Only

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OTHER FILINGS  Annual Report  Fictitious Name  Name Reservation	REGISTRATION QUALIFICATIO  Foreign  Limited Partnership  Reinstatement  Trademark  Other		Brown Start
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# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 20, 1997

PIMA CORPORATION 2203-B 16TH STREET NORTH ST PETERSBURG, FL 33704

SUBJECT: PIMA CORPORATION Ref. Number: W97000004223

We have received your document for PIMA CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Letter Number: 997A00009253

Loria Poole Corporate Specialist

### ARTICLES OF INCORPORATION

OF

### PIMA CORPORATION

The undersigned, for the purpose of forming a comporation under the laws of the State of Florida, do hereby apart the following Articles of Incorporation:

## ARTICLE I

The name of the corporation is PIMA CORPORATION.

### ARTICLE II

The duration of the corporation is perpetual.

# ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida but only through its officers, employees, and agents who are duly licensed or authorized to render such business.

# ARTICLE IV

The incorporators have elected to be taxed under the provisions of Subchapter S of the Internal Revenue Code, §1382, therefore corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

The amount of capital stock of this corporation shall be ONE THOUSAND SHARES (1,000) at One Dollar (\$1.00) par value per share. Such stock shall be non-assessable to be held, sold and paid for at such time and in such manner as the Board of Directors may, from time to time, determine. All of the capital stock shall be common stock.

# ARTICLE V

The corporation shall commence business on filing with the Secretary of State.

### ARTICLE VI

The initial registered office of this corporation shall be 7862 Sailboat Key Boulevard, Unit 301, South Pasadena, Florida 33707. That said corporation shall have the right and authority to do business at other place or places within or without the State of Florida, as the corporation may be resolution designate.

## ARTICLE VII

The initial registered agent for this corporation is JAMES T. BAGGS, whose address is 7862 Sailboat Key Boulevard, Unit 301, South Pasadena, Florida 33707.

## ARTICLE VIII

The Corporation shall have a Board of two Directors, and the Board may be increased to not more than five (5) Directors. The number of Directors each year may be determined by the Shareholders at their annual meeting, or may be fixed by the By-Laws.

### ARTICLE IX

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, and a Secretary-Treasurer, who shall be a Director, who shall be chosen in such manner, hold their office for such term, and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The names and post office addresses of the officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of the shareholders shall be:

JAMES T. BAGGS 7862 Sailboat Key Blvd Unit 301 South Pasadena, FL 33707

DIANNAH BAGGS 7862 Sailboat Key Blvd Unit 301 South Pasadena, FL 33707 President, Registered Agent, Director

Secretary-Treasurer, Director

# ARTICLE X

The names and post office addresses of the incorporators are:

JAMES T. BAGGS 7862 Sailboat Key Blvd Unit 301 South Pasadena, FL 33707

DIANNAH BAGGS 7862 Sailboat Key Blvd Unit 301 South Pasadena, FL 33707

## ARTICLE XI

The names and post office addresses of the subscribers of these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken are as follows:

JAMES T. BAGGS

7862 Sailboat Key Blvd Unit 301

250 shares

South Pasadena, FL 33707

DIANNAH BAGGS

7862 Sailboat Key Blvd Unit 301

250 shares

South Pasadena, FL 33707

# ARTICLE XII

The Directors shall be elected by shareholders at their annual meeting, and the officers shall be elected by the Directors at their annual meeting, both of which will be held at the initial registered office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

### ARTICLE XIII

Each shareholder, upon the sale for cash of any new stock of this corporation, 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 XIV

The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the Directors. The shareholders may amend, alter or repeal any By-Law adopted by the Directors. The Directors may not amend, alter, or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.

IN WITNESS WHEREOF, we, the undersigned, being the incorporators and original subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, and acknowledge and file the foregoing Articles of Incorporation, hereby certify that the facts stated therein are true and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hands and seals at South Pasadena, Florida, this figure is

JAMES T. BAGGS

DIANNAH BAGGS

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 PIMA CORPORATION.
- 2. The name and address of the registered agent and office is:

JAMES T. BAGGS 7862 Sailboat Key Boulevard Unit 301 South Pasadena, Florida 33707 PHONE: (813) 367-6913

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 heregy 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.

DATED: 2/27/97

JAMES T. BAGGS

DIVISION OF CORPORATIONS, P.O. Box 6327, Tallahassee, Florida 32314

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SECHETARY OF STATE