

997000028520

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0870

Mailing Address: Post Office Box 10149, Tallahassee, FL 32302

TOLL FREE No. 1 800 342-0062

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  
3-24-97

FILED  
97 MAR 28 PM 3:29  
TALLAHASSEE, FL

FILE MAR 28 1997

REQUEST TAKEN CONFIRMED APPROVED  
DATE 3/28/97  
TIME 10:03  
BY DJL

WALK-IN  
Will Pick Up \_\_\_\_\_

RE:

Country, Inc.

C.C. FEE. DISCOUNTS

Capital Express™  
Art. of Inc. File  
Corp. Record Search  
Ltd. Partnership File  
Foreign Corp. File  
☒ Cert. Copy(s)  
Art. of Annual File  
Dissolution/Withdrawal  
C U S.  
Fictitious Name File  
Name Reservation -03/28/97--01056--026  
Annual Report/Information 122.50 \*\*\*\*122.50  
Reg. Agent Service  
Document Filing  
Corporate Kit  
Vehicle Search  
Driving Record  
Document Retrieval  
UCC 1 or 3 File  
UCC 1 Search  
UCC 1 Retrieval  
File No.'s \_\_\_\_\_ Copies  
Counter Service  
Shipping/Handling  
Phone ( )  
Top Priority  
Express Mail Prop.  
FAX ( ) pgs.

SUBTOTALS

FEE.....  
DISCOUNT.....  
SURCHARGE.....  
TAX on corporate supplies.....  
SUBTOTAL.....  
PREPAID.....  
BALANCE DUE.....

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1/2% per month on Past Due Amounts  
Past 30 Days, 10% per Month

THANK YOU  
from  
Your Capital Partner

**ARTICLES OF INCORPORATION**  
**OF**  
**COUNTRY, INC.**

**FILED**

97 MAR 28 PM 3: 29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
3-24-97

**ARTICLE I - NAME.**

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The name of this corporation is **COUNTRY, INC.**

**ARTICLE II - DURATION.**

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This corporation is to have perpetual existence beginning with the date of subscription and acknowledgment of these Articles of Incorporation which is March 24, 1997.

**ARTICLE III - PURPOSE.**

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This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE IV - CAPITAL STOCK.**

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This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value per share.

#### **ARTICLE V - PREEMPTIVE RIGHTS.**

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After the initial issue of common stock by this corporation, every shareholder, upon the sale for cash or other property, whether tangible or intangible or for labor or services actually performed for the corporation ( the consideration) 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 of the stock of this corporation (as nearly as may be done without issuance of fractional shares) at the cash price determined by the Board of Directors at which time the stock would be issued to others for the consideration to be given by the other.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT.**

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The street address of the initial registered office of this corporation is 441 South Federal Highway, Deerfield Beach, Florida 33441 and the name of the corporations initial registered agent is KENNETH SUHANDRON.

#### **ARTICLE VII - PRINCIPAL OFFICE.**

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The corporation's principal office and mailing address is:

441 SOUTH FEDERAL HIGHWAY  
DEERFIELD BEACH, FLORIDA  
33441

#### **ARTICLE VIII - FIRST BOARD OF DIRECTORS.**

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This corporations first Board of Directors shall consist of one Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this corporation is:

HEIKE WOLLE  
441 SOUTH FEDERAL HIGHWAY  
DEERFIELD BEACH, FLORIDA  
33446

FILED

97 MAR 28 PM 3: 29

STATE  
DEPT. OF REVENUE  
TALLAHASSEE, FLORIDA

**ARTICLE IX - INCORPORATOR.**

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The name and address of the person signing these articles of incorporation is:

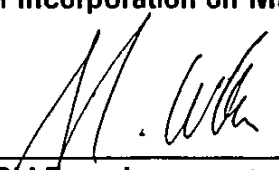
**HEIKE WOLLE  
SOUTH FEDERAL HIGHWAY  
DEERFIELD BEACH, FLORIDA  
33441**

**ARTICLE X - CUMULATIVE VOTING.**

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At each election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principal among any number of such candidates.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on March 24th, 1997.

  
\_\_\_\_\_  
**HEIKE WOLLE, as Incorporator**

**KENNETH SUHANDRON** hereby accepts his designation as the Registered Agent of **COUNTRY, INC.** and hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as Registered Agent.

Executed on March 24th, 1997.

  
\_\_\_\_\_  
**KENNETH SUHANDRON, as Registered Agent**