

P970000043997

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED

97 MAY 19 AM 11:26

STATE
TALLAHASSEE

700002181627--0

-05/16/97--01084--006
*****122.50 *****122.50

① Capital City
Corporation

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Capital Connection
Line to Client DATE
AUTHORIZATION BY PHONE TO K.R. MAY 19 1997
CORRECT Cap address W77-11501
DATE 5-19-97 K.R. MAY 16 1997
POS. EXAM K.R.
Signature _____

Requested by: LS 5/16 12:25
Name Date Time

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 16, 1997

CAPITAL CONNECTION, INC.
417 E VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: CAPITAL CITY CORPORATION
Ref. Number: W97000011501

We have received your document for CAPITAL CITY CORPORATION 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 corporate name must be identical throughout the document.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 497A00026533

Needs address & incorporation
Per Kim.

corrected

ARTICLES OF INCORPORATION
OF
CAPITAL CITY CORPORATION

FILED
97 MAY 19 AM 11:26
TAMPA FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby present these Articles of Incorporation, to become a corporation under the laws of the State of Florida, and do hereby accept all of the rights, privileges, benefits and obligation conferred and issued by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE 1: NAME

1.1 The name of the corporation shall be Capital City Corporation

ARTICLE 2: REGISTERED OFFICE

2.1 The location and office address of the registered office of the corporation in this state shall be 17844-C Lake Carlton Dr., Lutz, Florida 33549. This is also the principle address.

ARTICLE 3: NATURE OF BUSINESS

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

ARTICLE 4: CAPITAL STOCK

4.1 **Authorized Shares.** The aggregate number of shares that the corporation has authority to issue shall be Ten Million (10,000,000) shares of common stock. Such shares shall not have any par value, except that they shall have a par value of \$.0001 per share solely for the purpose of a statute or regulation imposing a tax or fee based upon the capitalization of a corporation, and except that they shall have such par value as may be fixed by the corporation's Board of Directors for the purpose of a statute or regulation requiring the shares of the corporation to have a par value.

4.2 Issuance of Shares. The Board of Directors of the corporation is authorized from time to time to accept subscriptions for, issue, sell and deliver shares of stock of any class or series of the corporation, and rights to purchase securities of the corporation, to such persons, at such time, for such consideration, and upon such terms and conditions as the Board shall determine.

4.3 Class and Series of Shares. The Board of Directors of the corporation is further authorized to issue more than one class and/or series of shares and has the power to fix the relative rights and preferences of any such classes and series.

ARTICLE 5: RIGHTS OF SHAREHOLDERS

5.1 Preemptive Rights. No shareholder of the corporation shall have any preemptive right to subscribe for, purchase or acquire any shares of stock of any class or series of the corporation now or hereafter authorized or issued by the corporation.

5.2 No Cumulative Voting Rights. No shareholder shall have the right to cumulate votes for the election of directors or for any other purpose.

ARTICLE 6: LIMITATION OF DIRECTOR LIABILITY

6.1 A director shall not be personally liable to the corporation or to its stockholders for monetary damages for any breach of fiduciary duty as a director, except to the extent that elimination or limitation of liability is not permitted under Section 607.0850, the Florida Business Corporation Act, as the same exists or may hereafter be amended. Any repeal or modification of the provisions of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE 7: WRITTEN ACTION BY DIRECTORS

7.1 Any action required or permitted to be taken at a Board meeting may be taken by written action signed by all of the directors or, in cases where the action need not be approved by the shareholders, by written action signed by the number of directors that would be required to take the same action at a meeting of the Board at which all directors were present.

ARTICLE 8: MERGER, EXCHANGE, SALE OF ASSETS AND DISSOLUTION

8.1 Where approval of shareholders is required by law, the affirmative vote of the holders of at least a majority of the voting power of all shares entitled to vote shall be required to authorize the corporation (i) to merge into or with one or more other corporations, (ii) to exchange its shares for shares of one or more other corporation, (iii) to sell, lease, transfer or otherwise dispose of all or substantially all of its property and assets, including its good will, or (iv) to commence voluntary dissolution.

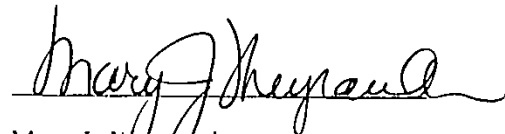
ARTICLE 9: AMENDMENT OF ARTICLES OF INCORPORATION

9.1 Any provision contained in these Articles of Incorporation may be amended, altered, changed or repealed by the affirmative vote of the holders of at least a majority of the voting power of the shares present and entitled to vote at a duly held meeting or such greater percentage as may be otherwise prescribed by the laws of the State of Florida.

ARTICLE 10: INITIAL REGISTERED AGENT AND ADDRESS

10.1 The name and address of the initial registered agent is Mary J. Weyrauch, 17844-C Lake Carlton Dr., Lutz, Florida 33549.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand this 15th day of May, 1997.



Mary J. Weyrauch
Registered Agent/ Incorporator

The name of the incorporator is Mary J. Weyrauch, whose address is 17844-C Lake Carlton Dr., Lutz, FL. 33549.

**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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 Capital City Corporation
2. The name and address of the registered agent and office is Mary J. Weyrauch,
17844-C Lake Carlton Dr., Lutz, Florida 33549

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 HEREBY 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.


Mary J. Weyrauch

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97 MAY 19 10:26
TAMPA, FLORIDA