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**C.S.F. INC.**

6155 SOUTH FLORIDA AVE., STE. 7  
LAKELAND, FL 33813  
941-848-9078

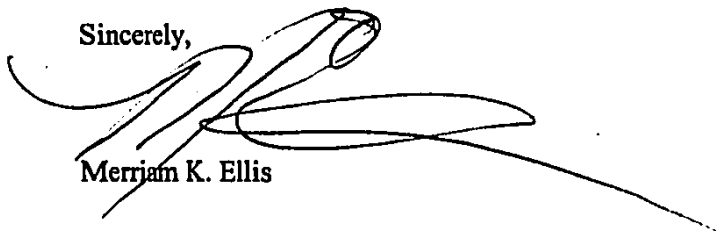
June 19, 1997

Division of Corporation  
409 E. Gaines Street  
Tallahassee, FL 32399

Dear Sir,

Enclosed are Article of Incorporation's for Bates/ZiZi Insurance Agency along with a check in the amount of \$122.50 for the approval of the corporation. Please forward the approved Articles to my address as to I may hand deliver them to Mr. Willie Bates. Thank you for your assistance, if you should need any further assistance please do not hesitate to contact me at 1-800-555-0207.

Sincerely,



Merriam K. Ellis

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/16-26-97

ARTICLES OF INCORPORATION  
of  
BATES/ZIZI INSURANCE AGENCY, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this Corporation is Bates / ZiZi Insurance, Inc., 2715 NW 54th Street, Miami, Fl 33142.

ARTICLE II. PURPOSE

The general nature of the business and the object and purpose of the business proposed to be transacted and carried on are to do any and all of the things herein noted, as fully and to the same extent as natural persons might or could do, to wit:

1. To engage in the business of Insurance, Consulting and Marketing.
2. To enter into and perform any/all contracts in which any person, firm, corporation or association may lawfully engage and especially those dealing with all the aspects of the Insurance, Consulting and Marketing Industry.
3. To carry on any other lawful business whatsoever in connection with the foregoing or which calculated directly or indirectly to promote the interest of the corporation or to enhance the value of the properties of the corporation.
4. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purpose or attainment of any one or more of the objects herein, or which shall at anytime appear conducive to or expedient for the protection and benefit of this corporation.
5. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida provisions of the law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is FIVE-thousand (5,000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing upon the filling of these articles.

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**  
The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

***Willie Bates, Jr.***  
***2715 NW 54TH Street***  
***Miami, Fl 33142***

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Date

*6-18-97*

*Willie Bates, Jr.*  
*Merriam K. Ellis*  
NOTARY PUBLIC, STATE OF FLORIDA



**MERRIAM K. ELLIS**  
COMMISSION # CC 517023  
EXPIRES DEC 13, 1999  
BONDED THRU  
ATLANTIC BONDING CO. INC.

**ARTICLE VI. BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but it will never be less than one (1).

**ARTICLE VII. INITIAL DIRECTORS**

The name of the initial directors of this Corporation shall be elected at the first meeting.

**ARTICLE VIII. INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as Incorporator is:

***Willie Bates, Jr.***  
***2715 NW 54th Street***  
***Miami, Fl 33142***

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ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and the stockholders sign a written statement manifesting their intention a certain amendment of these Articles of Incorporation be made.

IN WITNESS THEREOF the undersigned authority, personally appeared Willie Bates, Jr. to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation of this 18<sup>th</sup> day of June, 1997.

Willie Bates

STATE OF FLORIDA

COUNTY OF Polk

BEFORE ME, the undersigned authority, personally appeared Willie Bates, Jr. to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 18 day of June, 1997.

Merriam K. Ellis

Notary Public, State of Florida

