

MICHAEL A. CROAK, P.A.

Attorney at Law  
14229 U.S. Highway 441  
Tavares, Florida 32778

Phone (352) 343-0770  
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June 6, 1997

Corporate Records Bureau  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of P.E.G., Inc.

Dear Sirs/Ladies:


I request that you find enclosed for filing the original Articles of Incorporation for the above referenced corporation and a check for \$122.50 representing the following fees:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy	<u>52.50</u>
TOTAL	\$122.50

If all is in order, I would request that the Articles of Incorporation be properly filed and that the Certificate of Incorporation and certified copy of the articles be forwarded to our office at the above address.

Thank you in advance for your prompt attention to this matter.

Sincerely yours,

  
Michael A. Croak

/tlm

Encl.

502-  
W97-13567

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 PM 2:42

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 PM 2:42

June 10, 1997

MICHAEL A. CROAK, P.A.  
14229 U.S. HIGHWAY 441  
TAVARES, FL 32778

SUBJECT: P.E.G., INC.  
Ref. Number: W97000013567

We have received your document for P.E.G., INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 397A00031208

**ARTICLES OF INCORPORATION  
OF  
NATION AUCTIONEERS, INC.**

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DIVISION OF CORPORATIONS  
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We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation is NATION AUCTIONEERS, INC.

**ARTICLE II**

The corporation shall have perpetual existence.

**ARTICLE III**

The corporation is organized for the general purposes of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV**

The corporation is authorized to issue a maximum number of 1,000 shares of the par value of \$1.00 per share, all of which shall be common stock.

The shareholders of the corporation entitled to vote may enter into written agreements subjecting the disposition or transfer of any or all common stock of the corporation to reasonable restraint by sale, assignment, pledge, will, inter vivos gift, or any other method of transfer or encumbrance of said stock.

In the event that the holders of common stock of the corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common stock of the corporation, such stock shall not be eligible for transfer on the books of the corporation unless and until all of the terms and conditions of such agreement are met.

Transfers of any class of stock of the corporation shall only be transferable upon the books of the corporation.

#### ARTICLE V

The initial registered office, the principal office and mailing address in this state of the corporation is 508 Lavon Drive, Altamonte Springs, Florida 32701, and the name of the initial registered agent as such address is Wahead Elwakeal, who by execution hereof acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

#### ARTICLE VI

The corporation shall have at least one (1) director, but the bylaws may provide for such increase in number thereof as is authorized by law.

The Board of Directors of the corporation is authorized to fix the salaries of the corporate officers and directors regardless of whether or not such directors, when fixing such salaries, are fixing their own compensation for services rendered by them to the corporation, in whatever capacity.

The name(s) and street address(es) of the member(s) of the first Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Wahead Elwakeal	508 Lavon Drive Altamonte Springs, Fl., 32701

#### ARTICLE VII

The corporation shall have a President and Secretary/Treasurer, each of whom may be members of the Board of Directors, and the corporation may have any such other and additional officers as may be authorized by its bylaws.

ARTICLE VIII

The names(s) and street address(es) of the incorporator(s) of the Articles of Incorporation

is as follows:

NAME

ADDRESS

Wahead Elwakeal

508 Lavon Drive  
Altamonte Springs, Fl., 32701

ARTICLE IX

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE X

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 shareholders, and approved at the shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

DATED this 6<sup>th</sup> day of June, 1997.

WITNESSES:

Teri Marshall

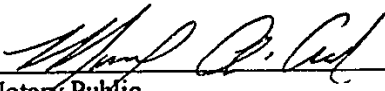
W. J. C. C.

Wahead Elwakeal  
Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF LAKE

Before me, the undersigned authority duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared Wahead Elwakeal to me known to be the person described as incorporator and registered agent in and who executed the foregoing Articles of Incorporation and who has produced his Fl. Drivers License as identification.

Witness my hand and official seal in the County and State aforesaid this 6<sup>th</sup> day of June, 1997.

  
\_\_\_\_\_  
Notary Public  
My Comm. Exp.: \_\_\_\_\_



MICHAEL A. CROAK  
MY COMMISSION # CC458719 EXPIRES  
May 3, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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