

997000064494

PARTNERS IN PROSPECTS

Ronny J. Pepper
6306 Benjamin Road, Suite 604
Tampa, FL 33634
813-390-2819

July 18, 1997

Department of State
Division of Corporations
P.O. Box 63287
Tallahassee, FL 32314

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-07/23/97--01106--003
*****78.75 *****78.75

RE: Partners in Prospects


Incorporated

Dear Sir/Madam:

Enclosed please find Partners in Prospects' Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office. I have also enclosed a check in the amount of \$78.75 for your certificate and filing fees.

Should you have any questions or desire additional information, please do not hesitate to contact my office.

Sincerely,
Partners in Prospects


Ronny J. Pepper
Registered Agent

FILED
97 JUL 23 PM 12:10
TALLAHASSEE, FLORIDA
DIV OF STATE

JUL 25

BSB

505
W97-17162

Ronny _____ GAVE
AUTHORIZATION BY PHONE TO
CORRECT *SUFFIX* _____
DATE *7/25/97* _____
ON EXAM *BSB* _____

**ARTICLES OF INCORPORATION
OF
PARTNERS IN PROSPECTS INCORPORATED**

FILED

97 JUL 23 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607.0202 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME

The name of the Corporation shall be Partners in Prospects Incorporated

ARTICLE II - PRINCIPAL OFFICE OR MAILING ADDRESS

The principal office and mailing address shall be at 6306 Benjamin Road, Suite 604 Tampa, Florida 33634.

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 100,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV-REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 6306 Benjamin Road, Suite 604, Tampa, Florida 33634.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Ronny J. Pepper.

ARTICLE V-INCORPORATOR

The name and address of the incorporator is :

Name

Address:

RONNY J. PEPPER

6306 Benjamin Rd, Suite 604
Tampa, FL 33634

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 18 day of July, 1997.


RONNY J. PEPPER

ARTICLE VI - LIST OF OFFICERS/DIRECTORS

Ronny J. Pepper/Director

**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.

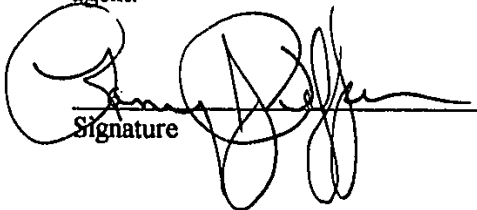
1. The name of the Corporation is: Partners in Prospects Incorporated
2. The name and address of the registered agent and office is:

RONNY I. PEPPER
(Name)

6306 Benjamin Rd., Suite 604
(P.O. Box not acceptable)

Tampa, Florida 33634
(City, State, Zip)

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 provision 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.


Signature


Date

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TALLAHASSEE, FLORIDA