

CONTACT:

797000073653

OFFICE USE ONLY (Document #)

608422

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

FILED
97 AUG 25 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1

Uptick Investment Corp

(Corporation Name)

(Document #)

2

(Corporation Name)

3

(Corporation Name)

4

(Corporation Name)

(Document #)

☒ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCUMENTS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

AUG 25 1997

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

RUSH

VALIDATION NEXT
PAGE

97 AUG 25 PM 12:46
DIVISION OF CORPORATIONS
RECEIVED

LAW OFFICES OF
MAYER & KENNEDY
THE FORUM - TOWER A
1675 PALM BEACH LAKES BOULEVARD
SUITE 700
WEST PALM BEACH, FLORIDA 33401

(561) 683-2484
Fax: (561) 684-3142

HARI L. MAYER, JR. *
P. TODD KENNEDY, P.A.
JOHN W. RANDOLPH, JR.

* Federal Tax Counsel to the Firm
Admitted in Ohio Only, Practice Limited
to Matters of Federal Tax Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 6, 1997

Secretary of State
Division of Corporations
409 East Gaines Street (32301)
Post Office Box 6327
Tallahassee, FL 32314

700002268147--5
-08/15/97--01040--004
****122.50 ****122.50

Re: Uptick Corp.

Dear Sir or Madam:

Enclosed are two (2) original Articles of Incorporation and Registered Agent forms for the captioned corporation.

One (1) original is to be filed in your office and one (1) original is to be certified and returned to this office. Also enclosed is a check in the amount of \$122.50 for:

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

6
789,2544,3550

W97-19118

Secretary of State
Division of Corporations
August 7, 1997
Page 2

Please telephone me if there is any reason why these requests cannot be met promptly.
Thank you for your attention to these matters.

Sincerely,

MAYER & KENNEDY

John W. Randolph

JWR/msg
Enclosures
mccune2\docs\art-sos.ltr



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1997

JOHN W. RANDOLPH/MAYER & KENNEDY
THE FORUM-TOWER A
1675 PALM BCH. LKS. BL., STE 700
WEST PALM BEACH, FL 33401

SUBJECT: UPTICK CORP.
Ref. Number: W97000019118

We have received your document for UPTICK CORP. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 397A00041873

**ARTICLES OF INCORPORATION
OF
UPTICK INVESTMENT CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopts the following Articles of Incorporation:

ARTICLE ONE

1.01 The name of this corporation is **UPTICK INVESTMENT CORP.**

ARTICLE TWO

2.01 The corporation is to have perpetual existence.

ARTICLE THREE

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 10,000, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE

5.01 The street address of the initial registered office of the corporation is 5280 N. Ocean Drive, Singer Island, FL 33404 and the name of the initial Registered Agent at that address is Edward J. McCune.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is:

Name

Address

Edward J. McCune

5280 N. Ocean Drive
Singer Island, FL 33404

ARTICLE SEVEN

7.01 One (1) director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the member of the first Board of Directors is:

Name

Address

Edward J. McCune

5280 N. Ocean Drive
Singer Island, FL 33404

ARTICLE EIGHT

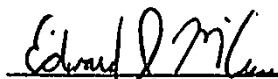
8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

9.01 The effective date of this corporation shall be the date filed with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 22nd day of August, 1997.

By:


Edward J. McCune,
Incorporator

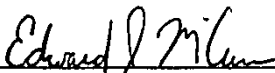
mccune/docs/artinc.up

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that UPTICK INVESTMENT CORP. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5280 N. Ocean Drive, Singer Island, FL 33404.

Second, named Edward J. McCune, located at 5280 N. Ocean Drive, Singer Island, FL 33404, as its Agent to accept service of process within Florida.

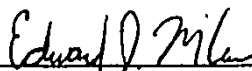


Edward J. McCune,
Incorporator

Date: August 22, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.



Edward J. McCune,
Registered Agent

Date: August 22, 1997