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ACCOUNT NO. : 072100000032

REFERENCE : 536421 80827A

AUTHORIZATION :

*Mark Watson*

COST LIMIT : \$ ~~800~~ 120.50

ORDER DATE : September 19, 1997

ORDER TIME : 12:15 PM

ORDER NO. : 536421-005

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CUSTOMER NO: 80827A

CUSTOMER: Christian B. Felden, Esq  
FELDEN & FELDEN

Suite 416 3838 Tamiami Trail N  
Gulf Coast National Bank Bldg.  
Naples, FL 34103

DOMESTIC FILING

NAME: KRISTIAN CAPITAL MANAGEMENT,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 SEP 19 PM 3:18  
97 SEP 19 PM 1:55  
STATE OF FLORIDA  
DEPARTMENT OF REVENUE

SN SEP 19 1997

## ARTICLES OF INCORPORATION

FILED

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

97 SEP 19 PM 3  
SEC.  
TALLAHASSEE STATE  
FLORIDA

1. The name of the corporation is **Kristian Capital Management, Inc.**
2. The address of the corporation is 1660 Trade Center Way, Suite 200, Naples, Florida, 34109.
3. The period of its duration is perpetual.
4. The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and the State of Florida.
5. The corporation shall have authority to issue seventy-five hundred shares, all of one class, one dollar par value.
6. The address of its initial registered office is Gulf Coast National Bank Building, 3838 Tamiami Trail North, Suite 416, Naples, Florida 34103 and the name of its initial registered agent at said address is Christian B. Felden.
7. The initial Board of Directors shall consist of four (4) members, who need not be residents of the State of Florida or shareholders of the corporation.
8. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:


Ken Kristian, 1660 Trade Center Way, Suite 200, Naples, Florida 34109  
Kirk A. Kristian, 2301 Arbor Walk Circle #222, Naples, Florida 34109  
Donald Wagner, 1417 Chesapeake Ave #105, Naples, Florida 34102  
Karen E. Kristian, 5332 Grand Cypress Circle #102, Naples, Florida 34109

9. The names and addresses of the initial incorporators are as follows:  
  
Ken Kristian, 1660 Trade Center Way, Suite 200, Naples, Florida 34109
10. The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a

majority vote of the common stock.

11. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Naples, Collier County, Florida on the \_\_\_\_ day of September, 1997.

  
\_\_\_\_\_  
Ken Kristian  
Incorporator

STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME, the undersigned authority personally appeared Ken Kristian, who are to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in the aforesaid State and County, this \_\_\_\_ day of September, 1997.


\_\_\_\_\_  
Type of Identification Provided  
or personally known

\_\_\_\_\_  
NOTARY PUBLIC  
Type Name:  
My Commission Expires:


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

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

That Ken Kristian, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Naples, State of Florida, has named Christian B. Felden, Gulf Coast National Bank Building, 3838 Tamiami Trail North, Suite 416, Naples, Florida 34103, as its agent to accept Service of Process within Florida.

  
\_\_\_\_\_  
Ken Kristian  
President

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 the provisions of all Statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Christian B. Felden  
Registered Agent

DATED this \_\_\_\_ day of September, 1997.

FILED  
97 SEP 19 PM 3:18  
TALLAHASSEE  
FLORIDA