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Transmittal Letter

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-11/14/97--01040--008  
\*\*\*131.50 \*\*\*131.50

SUBJECT: MIDAS TOUCH, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

       \$70.00  
Filing Fee

       \$78.75  
Filing Fee  
& Certificate

       \$122.50  
Filing Fee  
& Certificate Copy

\$131.50  
Filing Fee  
Certified Copy &  
Certificate

ADDITIONAL COPY REQUIRED

FROM: STEPHEN E. NEPHEW  
Name (printed or typed)  
118 PRESSVIEW AVENUE  
Address  
LONGWOOD, FL 32750  
City, State & Zip  
407-332-8541  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 PM 3:25

NOTE: Please provide the original and one copy of the articles.

Stephen GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT pin off. + RA accept  
DATE 11-17-97  
DOL. EXAM ST

5/11/17

# Articles of Incorporation

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

## ARTICLE I

The name of the corporation shall be: Midas Touch, Inc.

## ARTICLE II

The corporation shall have perpetual existence unless sooner dissolved or be directed by law.

## ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

## ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be one thousand shares of common stock having a nominal or par value of one dollar per share. The consideration to be paid for each share shall be money, property or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

## ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than five hundred dollars.

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ARTICLE VI

The street address of the initial registered <sup>principal</sup> office of this corporation is:  
118 Pressview Avenue, Longwood, FL 32750-3811.

ARTICLE VII

The name and address of the initial registered agent of this corporation is:  
Stephen E. Nephew, 118 Pressview Avenue, Longwood, FL 32750-3811.

ARTICLE VIII

This corporation shall have one director initially. The number of directors of this corporation may be increased or decreased, from time to time, by the By-Laws of this corporation, but which number shall never be less than one.

ARTICLE IX

This corporation shall have one director initially. The name and address of the director of this corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Stephen E. Nephew, Director  
118 Pressview Avenue  
Longwood, FL 32750-3811

ARTICLE X

The subscriber of the Articles of Incorporation, together with his respective address is: Stephen E. Nephew, 118 Pressview Avenue, Longwood, FL 32750-3811.

ARTICLE XI

These Articles of Incorporation may be amended in a manner provided therefor by the laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the stockholders of this corporation. Any questions, motion or action of the stockholders of this corporation shall be decided by a majority vote of the stockholders entitled to vote thereon. The By-Laws of this corporation shall be promulgated, adopted, amended, changed or deleted by the stockholders of this corporation. The business affairs of this corporation shall be conducted by the Board of Directors, and the directors thereof, shall be elected at the annual meeting of the stockholders of this corporation as a condition precedent to holding an office or being a director or agent of this corporation. The officers and directors in this corporation shall have and enjoy all the rights, privileges and immunities of a corporation operating under the laws of the State of Florida, appertaining thereto at the time of the incorporation hereof and any amendments thereto. The number and nature of the offices in this corporation may be increased, deleted or changed by the By-Laws of this corporation in keeping with the laws of the State of Florida appertaining thereto.

In witness whereof, the undersigned subscriber has executed the foregoing Articles of Incorporation, this 12 day of November, 1997.  
By my signature below I accept designation as registered agent.

Signed in the presence of:

[Signature]  
Witness

[Signature]  
Stephen E. Nephew  
Incorporator/Registered Agent

State of Florida  
County of Smith

Before me, the undersigned authority, personally appeared Stephen E. Nephew, who upon first being duly sworn, deposes and says that he has read the foregoing Articles of Incorporation, and that he has executed same freely and voluntarily.

Witness my hand and seal this 12 day of November, 1997 at Smith, County of Wagwood, Florida.



Hannelore C. Elvester  
MY COMMISSION # CC678562 EXPIRES  
October 5, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

[Signature]  
Notary Public

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