

FRANK P. NISI, JR. & ASSOCIATES, P.A.  
ATTORNEYS AT LAW

205 E. CENTRAL BLVD., SUITE 304 • ORLANDO, FLORIDA 32801 • TEL (407) 422-5068 • FAX (407) 422-9166

January 12, 1998

VIA: Hand Delivery

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee FL 32314

RE: GOLDEN PARTNERS, INC.  
Golden Services Inc.

FILED  
98 FEB -3 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

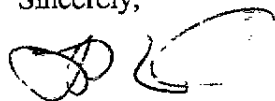
Dear Representative:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a Certificate of Acceptance as Registered Agent for service of process within this state for the above-referenced corporation. I am forwarding a check in the amount of \$122.50 which covers the \$35.00 filing fee, \$52.50 for a certified copy of Certificate of Incorporation and \$35.00 for designation of registered agent.

Please endorse your approval of the Articles of Incorporation on the duplicate copy and return to the undersigned. Feel free to call if you have any questions.

000002411630--3  
-01/26/98--01057--021  
\*\*\*122.50 \*\*\*122.50

Sincerely,



Frank P. Nisi, Jr.

FPN:vmf

Enclosures

RECEIVED  
98 JAN 26 PM 1:29  
DIVISION OF CORPORATION

P. Hall  
FEB -3 1998

W98-1767

W98-1767  
W98-1767



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 26, 1998

FRANK P. NISI, JR. & ASSOCIATES, P.A.  
205 E CENTRAL BLVD, SUITE 304  
ORLANDO, FL 32801

SUBJECT: GOLDEN SERVICES, INC.  
Ref. Number: W98000001767

We have received your document for GOLDEN <sup>PARTNERS</sup> ~~SERVICES~~, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 598A00004239

FRANK P. NISI, JR. & ASSOCIATES, P.A.  
ATTORNEYS AT LAW

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205 E. CENTRAL BLVD., SUITE 304 • ORLANDO, FLORIDA 32801 • TEL. (407) 422-5068 • FAX (407) 422-9166

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February 2, 1998

VIA: UPS Next Day Air  
Tracking No.: N293 85533 14 1

Pamela Hall  
Department of State  
409 E. Gains Street  
Tallahassee FL 32399

**RE: Golden & Associates, Inc.**

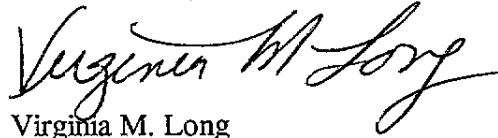
Dear Pam:

Here we go again. Enclosed for filing are an original and one (1) copy of the Articles of Incorporation and a Certificate of Acceptance as Registered Agent for service of process within this state for Golden Partners, Inc.

I want to thank you very much for all your guidance and assistance it really is appreciated. If for any reason you need additional information or should have any questions please give me a call at the number listed above.

Again, thanks for your help.

Sincerely,  
**Frank P. Nisi, Jr. & Associates, P.A.**



Virginia M. Long  
Legal Assistant

FPN:mds

Enclosures

**ARTICLES OF INCORPORATION  
OF  
GOLDEN PARTNERS, INC.**

**FILED**

98 FEB -3 PM 1:13

**ARTICLE I. NAME**

The name of this corporation shall be **Golden Partners, Inc.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Department of State. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue One Thousand (1,000) One Dollar (\$1.00) par value shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as the Director is:

Ned J. Golden, 540 E. Horatio Avenue, Maitland, Florida 32751

#### **ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

205 E. Central Blvd., Suite 304, Orlando, Florida, 32801.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Frank P. Nisi, Jr.

#### **ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

Frank P. Nisi, Jr., 205 E. Central Blvd., Suite 304, Orlando, Florida, 32801

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Frank P. Nisi, Jr. - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of **Golden Partners, Inc.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for **Golden Partners, Inc.**



Frank P. Nisi, Jr. - Registered Agent

State Of Florida       )  
County Of Orange     )

FILED  
FEB -3 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

On 2/2, 1998, Frank P. Nisi, Jr., designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is (☒) personally known to me, or (☐) produced a Florida driver's license as identification, personally appeared before me at the time of notarization and acknowledged signing these Articles of Incorporation of **Golden Partners, Inc.**



Notary Public



DAVID KEITH FREEMAN  
My Comm Exp 12/25/99  
Bonded By Service Ins  
No. CC520795

(SEAL)

☒ Personally Known    ☐ Other I.D.