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Bened Barrios P.A.

Requestor's Name

1026 E. PARK Ave.

Address

Tallah 32301

City/State/Zip

Phone #

850-681-0417

FILED

98 MAR 12 PM 4:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. Fla. Associated Businesses, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<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

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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

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Date received
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681-0417
Lara

MAR 13 1998

P. Hall

ARTICLES OF INCORPORATION
OF
Florida Associated Businesses, Inc.

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98 MAR 12 PM 4: 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - **NAME**

The name of this corporation shall be ***Florida Associated Businesses, Inc.*** The principal place of business shall be 1026 East Park Avenue, Tallahassee, Florida, 32301.

ARTICLE II - **DURATION**

The existence of the corporation is to be perpetual unless dissolved according to law.

ARTICLE III - **NATURE OF BUSINESS**

The general nature of the business to be transacted by the corporation is to represent the interests of Florida businesses and to educate Florida businesses. The corporation shall also provide governmental relations services at the state level for the members of the Association. To publish and provide from time to time newsletters and memoranda for the purpose of updating the members on legislative and governmental issues of interest to the membership.

To provide certain benefits to the Association's members which shall include, but not be limited to, insurance, long distance telephone service, group discounts for merchandise, and any other services that members may require from time to time taking advantage of the large group or volume benefits.

To borrow money and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or payment for property acquired and for any of the other objects or purposes of the corporation or its business, and to secure the payment of any such obligations by

mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges, of the corporation wherever situated, whether now owned or hereinafter acquired.

To acquire by purchase, exchange or otherwise, all or any part of, or any interest in, the property, assets, business and good will of any one or more corporations, associations, partnerships, either general or limited, firms, syndicates or individuals, engaged in any business which this corporation is authorized to carry on; to pay for the same in cash, property of its own, or other securities, to hold, operate, reorganize, liquidate, mortgage, pledge, sell, exchange, or in any manner dispose of the whole or any part thereof; and, in connections therewith, to assume or guarantee performance of any liabilities, obligations, or contracts of corporations, associations, partnerships, firms, syndicates, or individuals, and to conduct in any lawful manner, the whole or part of any business permitted under the laws of the United States and of the State of Florida.

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in or is a director or officer or are directors or officers of such other corporation and may be a party or parties to or may be interested in any contract or transaction of this corporation or in which the corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this corporation is a party, or are parties to or interested in such contract, act or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this corporation is a party, or are parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firms or associations, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist, from contracting with the corporation for the benefit of himself or the firm or corporation to which he may be otherwise indebted.

Each officer and director of the corporation shall disclose to the Board of Directors his relationship with any person, firm or entity with which this corporation seeks to transact

business and each such officer and director shall act in good faith with respect to such transaction.

ARTICLE IV - CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is five-hundred (500) shares, which shall be all of the same class at a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1026 East Park Avenue Tallahassee, Florida 32301. The registered agent at the above address is Wayne R. Malaney.

ARTICLES VI - FIRST BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

James T. Tuten
Post Office Box 13908
Tallahassee, Florida 32317

Albert C. Penson
701 East Tennessee Street
Tallahassee, Florida 32302

Wayne R. Malaney
1026 East Park Avenue
Tallahassee, Florida 32301

ARTICLE VII - INDEMNIFICATION OF DIRECTORS

All directors shall be indemnified by the corporation against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all directors against any liability asserted against them or incurred by them in their capacity as directors or arising out of their status as such.

ARTICLE VIII - BY LAWS

The stockholders shall be authorized to adopt by-laws, including therein a provision for replacement of lost or destroyed stock certificates and for a lien upon its stock for stockholders' indebtedness to the corporation, such by-laws not to be inconsistent with the laws of the State of Florida, and including a provision that the by-laws may be amended, altered or repealed by the Board of Directors or the shareholders of this corporation and a provision that the shareholders, by agreement, may restrict the transfer of encumbrance of any and all of the stock of this corporation. The by-laws shall also provide for doing business with all shareholders.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is James T. Tuten, Post Office Box 13908, Tallahassee, Florida 32317.

ARTICLE X - AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law. Every amendment proposed shall be approved by the shareholders at a meeting thereof by a majority of the stockholders entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 12th day of March, 1998.


JAMES T. TUTEN

ACCEPTANCE OF REGISTERED AGENT AND SERVICE OF PROCESS

Having been named as registered agent and to accept service of process for Florida Associated Businesses, Inc. 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 provisions 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.


WAYNE R. MALANEY, Registered Agent

3/12/98
DATE

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98 MAR 12 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Leon

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth, personally appeared **James T. Tuten**, who produced FL Drivers license T350-458-44-175-0 as identification, and is known to be the person who executed the foregoing Articles of Incorporation for Florida Associated Businesses, Inc..

IN WITNESS THEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 12th day of March, 1998.

Tara L. Collier

Notary Public

Commission Expires:



Tara L. Collier
MY COMMISSION # C0537929 EXPIRES
June 15, 2000
BONDED THRU TROY FAIR INSURANCE, INC.