

WILLIAM L. ZVARA, P.A.  
ATTORNEY AT LAW

4810 ARAPAHOE AVENUE  
P.O. Box 49  
JACKSONVILLE, FLORIDA 32210

TEL (904) 387-2266  
FAX (904) 387-9212

WEB <http://www.wlz.com>  
E-MAIL [wzvara@wlz.com](mailto:wzvara@wlz.com)

P98000050162  
June 2, 1998

State of Florida  
Division of Corporations  
New Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

300002546003---8  
-06/03/98--01058--013  
\*\*\*\*\*140.00 \*\*\*\*\*78.75

Re: Articles of Incorporation & Certificate of Registered Agent for:  
CAPFA CAPITAL CORP. 1998B (Not For Profit Corporation)  
WORLDWIDE CAPITAL FINANCE CORP. (Profit Corporation)

Dear sir / madame:

Enclosed please find original Articles of Incorporation for each of the two captioned corporations. Please stamp and return the enclosed conformed copies. Also enclosed please find my check for the filing fees of \$140.00 for filing the Articles.

The filing and return of conformed copies is URGENT. Please call if you have any questions. Thank you.

Also please provide a certificate of status for each corporation. A check for \$17.50 is enclosed.

Very truly yours,

  
William L. Zvara

Enclosures

WLZ/Z092/Ltr98-06-02

FILED  
98 JUN -3 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9N64-98

**ARTICLES OF INCORPORATION**  
**of**  
**WORLDWIDE CAPITAL FINANCE CORP.**

**FILED**  
98 JUN -3 PM 2:01  
SECRETARY OF STATE  
TALAHASSEE, FLORIDA

**PREAMBLE**

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

**NAME**

The name of this corporation is WORLDWIDE CAPITAL FINANCE CORP.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of this corporation and the mailing address of this corporation shall be located at 3949 Evans Avenue, Suite 402, Fort Myers, Florida 33901.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida as presently enacted and as it may be amended from time to time.

**ARTICLE IV**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE V**

### **CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 100,000 shares of One Cent (\$0.01) par value common stock, all of which shall be one class of Common Shares. Owners of Common Shares shall have such voting rights as provided in the Bylaws, and shall be entitled to receive the net assets of this corporation upon dissolution.

## **ARTICLE VI**

### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his proportionate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VII**

### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this corporation shall be located at 4810 Arapahoe Avenue, Jacksonville, Florida 32210 and the initial registered agent of this corporation at that address is William L. Zvara.

## **ARTICLE VIII**

### **INITIAL BOARD OF DIRECTORS**

The Board of Directors of this corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in the manner provided in the Bylaws, but shall never be less than required by law. The name and street address of the initial Directors of this corporation who shall serve until a successor is duly elected and qualified is:

**Name:**

**Address:**

Philip C. Bennett

3949 Evans Avenue, Suite 402  
Fort Myers, Florida 33901

William L. Zvara

4810 Arapahoe Avenue  
Jacksonville, Florida 32210

**ARTICLE IX**

**INDEMNIFICATION**

The corporation shall indemnify any director or officer, or any former director or officer, to the full extent permitted by law.

**ARTICLE X**

**AMENDMENTS**

These Articles of Incorporation may be amended at any meeting of the Board of Directors called for the purpose of considering amendments to the Articles of Incorporation, and such amendments shall become effective upon a majority vote of the Directors present at any regular or special meeting at which a quorum is present, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI**

**INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is:

**Name:**

**Address:**

William L. Zvara

4810 Arapahoe Avenue  
Jacksonville, Florida 32210

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of June, 1998.



---

William L. Zvara

STATE OF FLORIDA

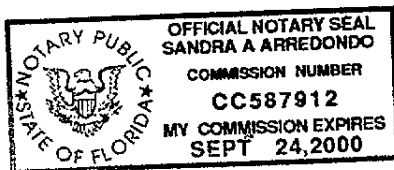
COUNTY OF DUVAL

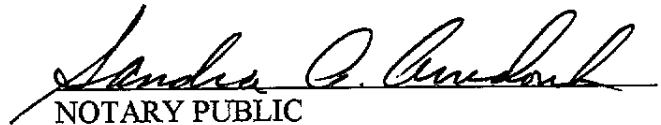
The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of June, 1998 by William L. Zvara as incorporator.

☒ Personally known, OR

☐ Produced identification; Type of identification produced

(NOTARY SEAL)

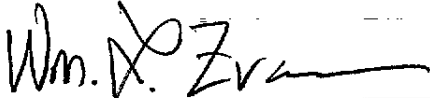


  
NOTARY PUBLIC

## CERTIFICATE OF REGISTERED AGENT

The undersigned, William L. Zvara, having been named registered agent and designated to accept service of process for WORLDWIDE CAPITAL FINANCE CORP., at the registered office for said corporation at 4810 Arapahoe Avenue, Jacksonville, Florida 32210, is familiar with and hereby accepts the appointment as registered agent for said corporation, and hereby accepts the obligations of that position, all pursuant to Section 607.0501, Florida Statutes.

June 2<sup>nd</sup>, 1998



William L. Zvara

FILED  
98 JUN -3 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA