

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

98 JUN 25 AM 10:46

P98000056796

ERC Investments, Inc.

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File 400002572164--4
-06/25/98-01035--006
- _____ Art. of Amend. File ****122.50 ****122.50
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: LS

Name _____

Date 6/25/98

Time 9:45

Walk-In _____

Will Pick Up _____

RECEIVED
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DIVISION OF CORPORATION

RP

ARTICLES OF INCORPORATION

OF

ERC INVESTMENTS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 25 AM 10:46

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the corporation is ERC Investments, Inc.

ARTICLE II

Principal Office

The principal office of the corporation is located at 400 East Government Street, Pensacola, Florida 32501, and its mailing address is 400 East Government Street, Pensacola, Florida 32501.

ARTICLE III

Duration

The corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State for the State of Florida.

ARTICLE IV

Purpose

The corporation is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida.

ARTICLE V

Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of common stock, each share with a par value of One Dollar (\$1.00). No other class or type of stock shall be issued.

ARTICLE VI

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of the corporation, shall have the right to purchase a pro rata share thereof, 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 Agent

The street address of the initial registered office of the corporation is 400 East Government Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is George W. Estess.

ARTICLE VIII

Initial Board of Directors

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the corporation, but the number of directors of the corporation shall not be less than one nor more than ten. The name and address of the initial director of the corporation is:

George W. Estess
400 East Government Street
Pensacola, Florida 32501

ARTICLE IX

Incorporator

The name and address of the incorporator signing these Articles of Incorporation is George W. Estess, 400 East Government Street, Pensacola, Florida 32501.

ITEM X

Amendment

These Articles of Incorporation may be amended upon any proposed amendment receiving the affirmative vote of the holders of a majority of the shares then outstanding at any regular or special meeting of the stockholders, upon advance notice given of the change to be made. Upon approval by the Secretary of State, any such amendment shall become and be taken as a part of the original Articles of Incorporation.

ARTICLE XI

Bylaws

The power to adopt, alter, amend, or repeal the bylaws of the corporation shall be vested in the board of directors.

ARTICLE XII

Shareholder Quorum and Voting

At any meeting of the shareholders, fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at a meeting entitled

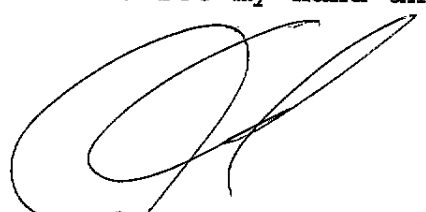
to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII

Statutory Powers

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of June, 1998.

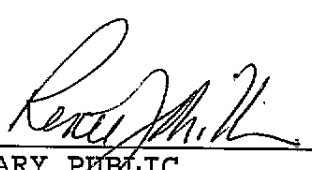


GEORGE W. ESTESS

STATE OF FLORIDA
COUNTY OF ESCAMBIA

24 The foregoing instrument was acknowledged before me this day of June, 1998, by GEORGE W. ESTESS, who is personally known to me and who did take an oath.

RENEE' J. MILLER
Notary Public-State of FL
Comm. Exp: Dec. 6, 2001
Comm. No: CC 694763



NOTARY PUBLIC

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

In compliance with Section 48.091, Florida Statutes, the following is submitted: that ERC Investments, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 400 East Government Street, Pensacola, Florida 32501, has named George W. Estess of 400 East Government Street, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

ERC INVESTMENTS, INC.

By: 

GEORGE W. ESTESS
Incorporator

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.


GEORGE W. ESTESS
Registered Agent

CORP\ERC\ARTICLES

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