

P98000080490

August 20, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32314

200002634092--5  
-09/08/98-01118-012  
\*\*\*122.50 \*\*\*122.50

Re: A.S.A.P. Collection Services, Inc.

To whom it may concern:

Enclosed are the original and one copy of the Articles of Incorporation for A.S.A.P. Collection Services, Inc., along with a check in the amount of \$122.50 for the filing fees and a certified copy of the Articles of Incorporation. Please file the original Articles of Incorporation and return a certified copy in the self-addressed stamped envelope provided.

Thank you.

Very truly yours,

*Dawn Carapella*  
Dawn A. Carapella

cc: Albert J. Carapella  
Barbara Palombo

(813) 681-3889  
Albert - (813) 685-2547

FILED  
98 SEP -8 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dawn -*  
GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Effective Date*  
DATE *9-17-98*  
DOC. EXAM *nm*

FILED  
98 SEP -8 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF INCORPORATION**

**OF**

### **A.S.A.P. COLLECTION SERVICES, INC.**

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of this corporation is A.S.A.P. Collection Services, Inc.

#### **ARTICLE II - PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

#### **ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock and shall be paid for in lawful money of the United States or in property, labor or services or goodwill at just and fair value as shall be determined by the stockholders of this corporation.

#### **ARTICLE IV - TERM OF EXISTENCE**

This corporation shall become effective on 09-08-1998 and shall exist perpetually unless earlier dissolved in accordance with or by operation of law.

#### **ARTICLE V - ADDRESS**

The mailing address of the initial principal office of this corporation in the State of Florida is 2713Buckhorn Oaks Drive, Valrico, Florida 33594.

## **ARTICLE VI - DIRECTORS**

This corporation shall be governed by a Board of Directors of Two members. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders, but shall never be less than one. The names and addresses of the directors are as follows:

Albert J. Carapella

2713 Buckhorn Oaks Drive  
Valrico, Florida 33594

Barbara Palombo

435 Getz Avenue  
Staten Island, New York 10312

## **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Albert J. Carapella, 2713 Buckhorn Oaks Drive, Valrico, Florida 33594.

## **ARTICLE VIII - REGISTERED AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is Dawn A. Carapella, 2713 Buckhorn Oaks Drive, Valrico, Florida 33594.

## **ARTICLE IX - PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 X - AMENDMENT

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

The undersigned executes these Articles of Incorporation this \_\_\_\_\_ day of August, 1998 with the effective date of August 16, 1998.

  
Albert J. Carapella

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 23 day of August, 1998 by Albert J. Carapella who is personally known to me or who has produced Drivers Lic. for identification.

  
Stacey Moses

Printed Name:

Notary Public

Serial Number (if any)

My Commission Expires:

STACEY MOSES  
Notary Public - State of Florida  
My Commission Expires Mar 26, 2002  
Commission # CC72B097

**CERTIFICATE DESIGNATING**

**RESIDENT AGENT**

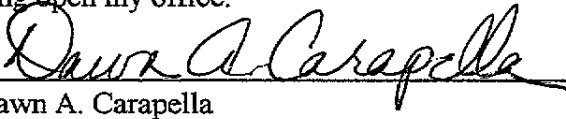
**OF**

**A.S.A.P. COLLECTION SERVICES, INC.**

Pursuant to the provisions of Florida Statutes, A.S.A.P. Collection Services, Inc., desiring to organize under the laws of the State of Florida and to locate its principal place of business in Valrico, Florida, at the address indicated in the Articles of Incorporation filed with the Secretary of State along with this certificate, has named Dawn A. Carapella, 2713 Buckhorn Oaks Drive, Valrico, Florida 33594, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-named corporation as designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Statutes, relative to keeping open my office.

  
Dawn A. Carapella

**FILED**  
98 SEP -8 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA