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Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

SOCIETY OF CONSUMER AFFAIRS PROFESSIONALS OF FLORIDA

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

SOCIETY OF CONSUMER AFFAIRS PROFESSIONALS OF FLORIDA, INC.

The undersigned Incorporator subscribes to these Articles of  
Incorporation to form a corporation for profit under the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be SOCIETY OF CONSUMER  
AFFAIRS PROFESSIONALS OF FLORIDA, INC.

ARTICLE II

PURPOSE

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

ARTICLE III

CAPITAL STOCK

a) The authorized capital stock of this corporation and the maximum  
number of shares of stock this corporation is authorized to issue and have outstanding at  
any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

b) All or any portion of the capital stock may be issued in payment  
for real or personal property, services or any other right or thing having a value in the  
judgment of the Board of Directors, at least equivalent to the full value of the stock so to  
be issue as hereinabove set forth, and when so issued, shall become and be fully paid and  
non-accessible, the same as though paid for in cash, and the Directors shall be the sole

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judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

#### ARTICLE IV

##### TERM OF EXISTENCE

The effective date upon which the corporation shall come into existence shall be the date of filing these Articles of Incorporation, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V

##### DIRECTORS

- a) The initial number of Directors of this corporation shall be two (2).
- b) The number of Directors may either be increased or decreased from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation.
- c) Directors, as such, shall receive such compensation for their services, if any, as may be set forth by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by the Board of Directors in attending meetings of the Board of Directors.
- d) Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefore.
- e) The names and street addresses of the initial members of the Board of Directors to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified are: President; Ed Verret, Vice President; Melissa Tucker, Treasurer; Phil Garner, and Secretary; Ed Verret.

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f) Any Director may be removed from office by the holders of the majority of stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation for any cause deemed sufficient by such shareholder.

g) In case one or more vacancies shall occur on the Board of Directors by reason of death, resignation or otherwise, the vacancy shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the Director until the shareholders have acted to fill the vacancy.

#### ARTICLE VI

##### PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be at 1329 Tyler Street, Hollywood, Florida 33019 with its mailing address at Post Office Box 612644, North Miami, Florida 33261.

#### ARTICLE VII

##### INCORPORATOR

The name and street address of the Incorporator or Initial Registered Agent signing these Articles is Ed Verret, 1329 Tyler Street, Hollywood, Florida 33019.

#### ARTICLE VIII

##### LOST OR DESTROYED CERTIFICATE

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as from time to time provided for in the By-Laws of the corporation.

#### ARTICLE IX

##### AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended in the manner

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provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

**ARTICLE X**

**BY-LAWS**

The power to adopt By-Laws shall be vested in the shareholders. The of Directors of this corporation, provided, however, that any By-laws altered, amended or repealed by the Directors that are inconsistent with any By-Laws adopted by the shareholders shall be void and the Directors may not alter, amend or repeal any By-laws adopted by the shareholders without the consent of a majority of the shareholders.

**ARTICLE XI**

**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series that he already owns, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles this 01 day of October, 1998.

ED VERRIT

Incorporator

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STATE OF FLORIDA )  
COUNTY OF DADE )

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BEFORE ME, the undersigned authority, this day personally  
 appeared ED VERRET, by me being first duly sworn, deposes and says that he is the  
 person described as the Incorporator in the foregoing Articles of Incorporation; that he  
 has read the Articles and have executed the same for the purposes therein expressed.

WITNESS my official hand and seal in the county and state last  
 aforesaid this 1 day of October, 1998.

*Carrie A. Brooks*  
 NOTARY PUBLIC  
 STATE OF FLORIDA AT LARGE

My Commission  
**OFFICIAL NOTARY SEAL**  
**CARRIE A. BROOKS**  
 NOTARY PUBLIC STATE OF FLORIDA  
 COMMISSION NO. CC714109  
 MY COMMISSION EXP. FEB. 5, 2007

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts appointment to serve as the initial  
 Registered Agent of the **SOCIETY OF CONSUMER AFFAIRS PROFESSIONALS**  
**OF FLORIDA, INC.**

Dated: 10/1/98

*Ed Verret*  
 ED VERRET  
 Registered Agent

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