

P98000085879

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
10/1/98

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-10/05/98--01137--003
****131.25 ****87.50

SUBJECT: NBM AGENCY, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JOHN D. FERENCHIK
Name (Printed or typed)

28050 U.S. HWY. 19 N. SUITE 304
Address

CLEARWATER, FL ##&C!
City, State & Zip

(727) 799-9299
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT -5 AM 10:53

FILED

NOTE: Please provide the original and one copy of the articles.

TA-10/7/98

EFFECTIVE DATE
10/1/98

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

NBM AGENCY, INC.

ARTICLE II - PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

ARTICLE III - PURPOSE

The purpose for which this corporation is organized is perpetually, commencing on the date of execution and acknowledgment of these articles or the earliest date allowable by the division of corporations, unless dissolved according to law.

ARTICLE IV - PERIOD OF DURATION

The period of the duration of this corporation is perpetually, commencing on the date of execution and acknowledgment of these articles or the earliest date allowable by the division of corporations, unless dissolved according to law.

Article V - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders

A special meeting of the shareholders shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and the adoption of the bylaws.

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TALLAHASSEE, FLORIDA

ARTICLE VI - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1 par value per share.

ARTICLE VII - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite of their name:

Cynthia E. Ferenchik	1,000
Charles R. Hahn	1,000

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, call, or series as that which he/she already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE IX - DIRECTORS

This corporation shall have two directors, initially, and the numbers of directors may increase or decrease by amendment of the bylaws of the corporation.

The names and street address of the members of the board of directors are as follows:

Cynthia E. Ferenchik
28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

Charles R. Hahn
28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

ARTICLE X - REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent are:

Cynthia E. Ferenchik
28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

ARTICLE XI - INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Cynthia E. Ferenchik
28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

Charles R. Hahn
28050 U.S. Highway 19 North
Suite 304
Clearwater, FL 33761

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

In witness whereof, the undersigned Incorporators have executed these Articles of Incorporation this 1st day of October, 1998.

Cynthia E. Ferenchik
Signature/Incorporator

10-1-98
Date

Charles R. Hahn
Signature/Incorporator

10-1-98
Date

State of Florida
County of Pinellas

BEFORE ME, the undersigned authority, personally appeared CYNTHIA E. FERENCHIK and CHARLES R. HAHN, being duly sworn, say that they are the individuals described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned.

FL DL
IN WITNESS WHEREOF, I have hereunto set my hand and official seal
this 1st day of October, 1998

Patricia C. Renwick
Notary Public, State of Florida



PATRICIA C RENWICK
My Commission CC474538
Expires Jul. 20, 1999
Bonded by ANB
800-852-5878

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida:

NBM AGENCY, INC.

The name and address of the registered and office is:

Cynthia E. Ferencsik
28050 U.S. Highway 19 North
Suite 304
Clearwater, Florida 33761

Acknowledgment:

Having been named as registered agent and to accept service of process for the above 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.

Cynthia E. Ferencsik
Signature/Registered Agent

10-1-98
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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