

P99000030897

TRANSMITTAL LETTER

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

SUBJECT: S & P CONSULTING, LTD.

900002796579--8
-03/05/99--01106--016
*****78.75 *****78.75

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

\$70.00
Filing Fee

■ \$78.75
Filing Fee

\$122.50
Filing Fee &
Certified Copy
Additional Copy Required

\$131.25
Filing Fee &
Certified Copy

FROM: S & P CONSULTING, LTD.
Name (printed or typed)

P O BOX 1904
Address

OCALA, FL 34478
City, State, Zip

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 PM 12:30

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 23, 1999

S & P CONSULTING, LIMITED, INC.
P.O. BOX 1904
OCALA, FL 34478

SUBJECT: S & P CONSULTING, LIMITED, INC.
Ref. Number: W99000005896

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Please accept our apology for failing to mention this in our previous letter.

The registered agent must have a Florida street address. A post office box is not acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 699A00011576

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -5 PM 12:30

**ARTICLES OF INCORPORATION
OF
S & P CONSULTING, LIMITED, INC.**

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

ARTICLE I - NAME

The name of the corporation shall be S & P CONSULTING, LIMITED, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be P O BOX 1904, OCALA, FL 34478.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging or transacting in any or all lawful activities or business permitted under the laws of the United States and under Florida Statutes, as now exist or may hereafter be amended.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of one dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is CHRIS SCAGLIONE and the address of the initial registered office of this corporation is ☒ X
The principal office and its' mailing address are the same as for the registered agent.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director.

The names and addresses of the initial Board of Directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
CHRIS SCAGLIONE	P O BOX 1904, OCALA, FL 34478
DONALD SCOTT PETERS	P O BOX 1904, OCALA , FL 34478

ARTICLE IX - INCORPORATORS

The names and street addresses of the incorporators who are the persons licensed in the State of Florida, who are to act as incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CHRIS SCAGLIONE	P O BOX 1904, OCALA, FL 34478
DONALD SCOTT PETERS	P O BOX 1904, OCALA, FL 34478

ARTICLE X - SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

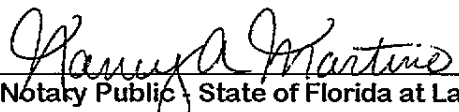
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of March, 1999.


CHRIS SCAGLIONE

STATE OF FLORIDA, COUNTY OF MARION

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared CHRIS SCAGLIONE known to be and known by me to be the person who executed the foregoing Articles of Incorporation, or who produced personally known as identification, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3rd day of March, 1999.


Notary Public - State of Florida at Large



IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of March, 1999.

Donald Scott Peters
DONALD SCOTT PETERS

STATE OF FLORIDA, COUNTY OF MARION

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DONALD SCOTT PETERS known to be and known by me to be the person who executed the foregoing Articles of Incorporation, or who produced personally known as identification, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3rd day of March, 1999.

Nancy A. Martino
Notary Public - State of Florida at Large



Nancy A. Martino
Commission # CC 794814
Expires MAR. 5, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE OF DESIGNATION OF 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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: S & P CONSULTING, Limited, INC.

2. The name and address of the registered agent and office is:

CHRIS SCAGLIONE

5980 SE 126 LN

Bellview, FL 34420

99 APR -5 PM 12:30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Chris Scaglione
(SIGNATURE)

3-3-99

(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314