

P99080055425

January 1, 1999

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-05/13/99-01068-010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Divisions of Corporations  
D.W. McKinnon, Division Director  
P.O. Box 6327  
Tallahassee, FL 32399

RE: Incorporation of New Business

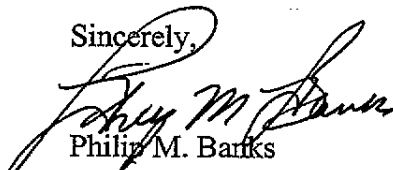
Dear Sirs:

Enclosed are (1) articles of incorporation, (2) Certificate designating place of business, and (3) check in payment of incorporation fees as follows:

\$ 35.00 - Filing Fee - Profit Corporation  
52.50- Charter Tax (Minimum)  
87.50 Total Check

Please return the certified copy of these articles of incorporation to our office.

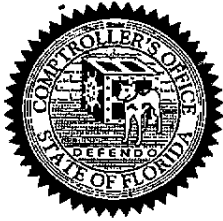
Sincerely,

  
Philip M. Barks  
President

FILED  
99 JUN 17 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~1077-1138~~

6-18  
105



ROBERT F. MILLIGAN  
COMPTROLLER OF FLORIDA

**OFFICE OF THE COMPTROLLER**  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

June 8, 1999

Ms. Caprecia Turner  
Soldavini Accounting, P.A.  
5455 Jaeger Road  
Naples, Florida 34109

Dear Ms. Turner:

Re: "Philip M. Banks, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon - Director  
Division of Banking  
101 East Gaines Street  
Fletcher Building - Sixth Floor  
Tallahassee, FL 32399-0350  
(850) 410-9111

:kr

cc: Karon Beyer, Chief  
Bureau of Corporate Records  
Division of Corporations  
Secretary of State's Office



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 18, 1999

PHILIP M. BANKS  
6555 VALEN WAY  
NAPLES, FL 34108

SUBJECT: PHILIP M. BANKS, INC.  
Ref. Number: W99000011538

We have received your document for PHILIP M. BANKS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking  
Director's Office  
101 E. Gaines St.  
Fletcher Bldg., 6th Floor.  
Tallahassee, FL 32399-0350  
(850) 488-1111.

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) 487-6924.

Sharon L Philman  
Document Specialist Supervisor

Letter Number: 799A00027251

**ARTICLES OF INCORPORATION**  
**OF**  
**PHILIP M. BANKS, INC.**

The undersigned subscriber to these Articles of Incorporation, Philip M. Banks, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is PHILIP M. BANKS, INC. The principal office and mailing address of the corporation is 6555 Valen Way, Naples, Florida 34108.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II**

**DURATION**

The Corporation shall have perpetual existence, commencing upon the filing of these articles with the Florida Secretary of State.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**

**CAPITAL STOCK**

The Corporation is authorized to issue 1000 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue

Code.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 6555 Valen Way Naples, Florida 34108, and the name of the initial registered agent of the Corporation at that address is Philip M. Banks. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

**ARTICLE VI**

**DIRECTORS**

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The following shall constitute the initial Board of Directors of this Corporation:

**Philip M. Banks  
6555 Valen Way  
Naples, Florida 34108**

**ARTICLE VIII**

**INCORPORATORS**

The name and address of the person signing these Articles is:

**Philip M. Banks  
6555 Valen Way  
Naples, Florida 34108**

**ARTICLE IX**

**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

**ARTICLE X**

**AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 1st day of January, 1999.

  
Philip M. Banks

STATE OF FLORIDA  
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Philip M. Banks, known to me and known by me to the person who executed the foregoing Articles of Incorporation, and (s)he acknowledged before me that (s)he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of January, 1999.

  
NOTARY PUBLIC  
State of Florida at Large

(SEAL)

My commission expires:



Capricia L. Turner  
MY COMMISSION # CC497512 EXPIRES  
September 21, 1999  
BONDED THRU TROY PAIN INSURANCE, INC.

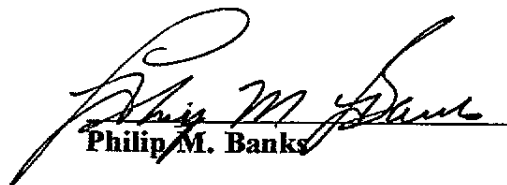
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE  
SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That PHILIP M. BANKS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County Collier , State of Florida, has named Philip M. Banks located at 6555 Valen Way, Naples, Florida 34108, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process of the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Philip M. Banks

FILED  
99 JUN 17 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA