

P990000060989

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bits & Praise, Inc.

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-07/08/99-01048-014
*****78.75 *****78.75

RECEIVED

99 JUL -8 AM 10:39

REGISTRATION SERVICES
TALLAHASSEE, FLORIDA

- Art of Inc. File Cert
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

TALLAHASSEE, FLORIDA

1999 JUL -8 PM 12:14

FILED

Signature

Requested by:

Name

Date

Time

CD 7-8-99 11:00

Walk-In

Will Pick Up

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Bits & Praise, Inc.**

ARTICLE I - NAME

The name of the Corporation shall be **BITS & PRAISE, INC.**

ARTICLE II - DURATION

The Corporation shall exist perpetually.

ARTICLE III - PURPOSE

The Corporation is being organized for the purpose of vending bulk merchandise and all other business legal under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of capital stock of \$100 par value common stock.

ARTICLE V - MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the by-laws.

**ARTICLE VI - INITIAL REGISTERED AGENT
AND STREET ADDRESS**

The street address of the initial registered office of this corporation shall be 4265 Quechua Rd, Cocoa Florida 32927, with the same mailing address. The name of the initial registered agent of this corporation shall be Carmine Ferraro, whose mailing address is 4265 Quechua Rd. Cocoa, Florida 32927.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of persons constituting the first board shall be one and their names and addresses are as follows;

Carmine Ferraro	4265 Quechua Rd Cocoa, FL 32927
Jeffrey W. Arndt	4270 Capron Rd. Titusville, FL 32780-6570

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to this corporation is as follows;

Carmine Ferraro	4265 Quechua Rd Cocoa, FL 32927
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ARTICLE IX - MAILING ADDRESS

The mailing address of this corporation is 4265 Quechua Rd. Cocoa, Florida 32927

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned hereby accepts and states that he is familiar with the duties of being a registered agent and has executed these Articles of Incorporation this 7th day of July, 1999.

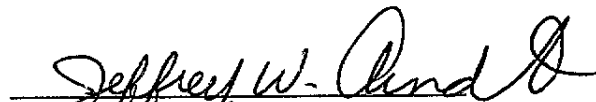


Carmine Ferraro
Incorporator

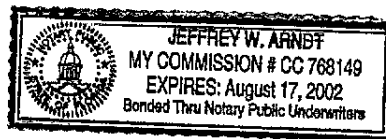
STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, Carmine Ferraro, well known and known to me to be the Incorporator of this Articles of Incorporation, and has acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 7th day of JULY, 1999.



Notary Public, State of Florida
My Commission Expires;



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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

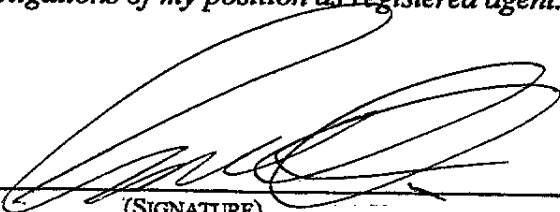
Bits & Praise, Inc.
(must include suffix)

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

Carmine Ferraro
(NAME)
4265 Quachua Rd.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
Cocoa, FL 32927
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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.


(SIGNATURE)

7/7/99
(DATE)