

TRANSMITTAL LETTER

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

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-07/21/99--01018--001
*****87.50 *****87.50

SUBJECT: TED COX AND ASSOCIATES, INC.
(Proposed corporate name - must include suffix)

FILED
99 JUL 21 PM 5:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JUDY A. COX
Name (Printed or typed)

107 KEY COLONY CT
Address

DAYTONA BEACH SHORES, FL 32118
City, State & Zip

904-322-4065
Daytime Telephone number

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

Client was advised of
Correction to Article XI.

COLLUSION CASE JUL 27 1999

ARTICLES OF INCORPORATION
OF
TED COX AND ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of Incorporation.

I.

The name of the corporation shall be Ted Cox and Associates, Inc. The corporation shall have perpetual duration; and shall exist under these Articles of Incorporation.

II.

The principal place of business and mailing address shall be 107 Key Colony Court, Volusia County, Daytona Beach Shores, Florida 32118.

III.

Ted Cox and Associates, Inc., as a corporation, shall have authority to issue not more than one hundred thousand (100,000) shares of common stock at \$1.00 par value. The corporation shall not commence business until it shall have received not less than Five Hundred Dollars (\$500.00) in payment for the issuance of the shares of its stock.

IV.

The initial registered office of the corporation shall be 107 Key Colony Court, Volusia County, Daytona Beach Shores, Florida, 32118. The Initial registered agent of the corporation shall be Judy A. Cox.

V.

The name and address of the incorporator is Judy A. Cox, 107 Key Colony Court, Volusia County, Daytona Beach Shores, Florida 32118.

VI.

Ted Cox and Associates, Inc. is a Florida Corporation organized for the purpose of being a consultant and marketing services firm in regular contact with any and all aspects of the general industry and associations and to the extents necessary, with the general public, and any and all persons, entities and businesses related with the general industry, including, but not limited to, governmental, regulatory, and judicial, or law enforcement, officials and representatives of every kind and nature, in the performance of the corporation's purpose of being a consultant to general industry and marketing service firm for the purpose of generating a profit for the corporation and engaging in the general industry on a competitive basis from its principal place of business in Florida. Also, the corporation is organized for the purpose of entering into contracts to engage in the business of general sales, brokering, marketing, sales consulting, also the trade, sale, barter, exchange of personal and real property, goods, equipment, resources, services, and materials of various descriptions in any and all available markets, including but not limited to markets related to the general industry and marketing. In addition, but not limited to the general powers conferred by law in the principal business as stated above, the corporation shall have the following powers:

- (A) To cease its corporate activities and surrender its corporate franchises;
- (B) To renew or revive its corporate existence in case a limited period of duration is fixed in its Articles of Incorporation;

- (C) To sue and be sued and to complain and defend in all courts, and to participate in any judicial, administrative, arbitative, or other action or proceeding; and also to:
- (1) To conduct its business, carry on its operations, have offices, and to exercise its power granted by Florida law anywhere in the world;
 - (2) To make and alter By-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration and regulation of the affairs of the corporation;
 - (3) To elect, appoint, or hire officers, employees, and other agents of the corporation, define their duties, and fix their compensation and the compensation of directors;
 - (4) To have a corporate seal, which may be altered at pleasure, and to have the same by causing it, or facsimile thereof, to be impressed or affixed or in any other manner reproduced;
 - (5) To purchase, take, receive by gift, will, or otherwise, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property, or any interest therein, wherever situated;
 - (6) To sell, convey, lease, exchange, transfer, and otherwise dispose of, or mortgage, pledge, create a security interest in, deliver a deed to secure debt on, or otherwise encumber all or any part of its property and assets, or any interest therein, wherever situated;

- (7) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, lend, or otherwise dispose of, or mortgage, pledge, create a security interest in, or otherwise encumber, and otherwise use and deal in and with shares or other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct, or indirect obligations of the United States or any other government, state, territory, governmental district, or principality or of instrumentality thereof;
- (8) To form or acquire control of other corporations;
- (9) To participate with others in any corporation, partnership, transaction, or arrangement, operation, organization, or venture, even if such participation involves sharing control with others or delegation of control to others;
- (10) To make contracts, including contracts of guaranty or surety ship, whether or not the corporation has a direct interest in the subject matter of the contract with respect to which it acts as guarantor or surety; incur liabilities, borrow money, issue its notes, bond, and other obligations; and secure any of its obligations by mortgage, deed to secure debt, pledge, create a security interest in, or other encumbrance of all or any of its property, franchises, and income;

- (11) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for payment of funds so loaned or invested;
- (12) To make donations, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, scientific, education's, civic, or similar purposes, and in time of war or other national emergency, to make donations in aid of the national effort with respect thereto;
- (13) At the request or direction of the United States Government or any agency thereof, to transact any lawful business in time of war or any national emergency or in aid of national defense;
- (14) To procure, for its benefit, insurance on the life of any of its directors, officers, or employees, or any other person whose death might cause financial loss to the corporation; or pursuant to any contractual arrangement with any shareholder concerning re acquisition of shares owned by him at his death, on the life of that shareholder, for the purpose of carrying out such contractual arrangement; or, pursuant to any contract obligating the corporation as guarantor or surety, on the life of the principal obligor;
- (15) To purchase and indemnify litigation expenses of directors, officers, and employees and to purchase and maintain liability insurance for their benefit;

- (16) To purchase and otherwise acquire and dispose of its own shares and securities;
- (17) To pay pensions and establish and carry out pension, profit-sharing, stock bonus, stock purchase, stock option, savings, thrift, and other retirement, incentive, and benefit plans, trusts, and provisions for any or all of its directors, officers, and employees;
- (18) To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

VII.

The initial Board of Directors shall consist of two directors, Judy A. Cox and Charles B. Cox of Daytona Beach Shores, Florida.

VIII.

The holders, or holder, of shares of common stock of the corporation shall not be entitled, as a matter of right, to purchase, subscribe for, or otherwise acquire any new or additional shares of stock of the corporation or any class, or any options or warrants to purchase, subscribe or otherwise acquire such new or additional shares.

IX.

The initial Board of Directors of Ted Cox and Associates, Inc. herewith elects to be taxed as a Section 1244 corporation under the provisions of Internal Revenue Code of 1954, as amended, and elect to issue its stock in such a manner as to fully comply with the provision thereof.

X.

The stock of the corporation shall be issued for investment purposes only and the initial stockholders, or stockholder, shall not sell nor trade their, or her, stock for a period of one (1) year from the date of their subscription.

XI.

Ted Cox and Associates, Inc., as a corporation, elects and designates its fiscal year to commence January 1 of each respective year and to end on December 31st of each respective year hereafter, until such fiscal year is hereafter terminated or revoked by action of its Board of Directors.

The undersigned incorporator has executed these Articles of Incorporation for Ted Cox and Associates, Inc. this 19th day of July 1999.

By: Judy A. Cox

Judy A. Cox - INCORPORATOR/REGISTERED AGENT

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT.

Judy A. Cox
107 Key Colony Court
Daytona Beach Shores, Fl. 32118
904-322-4065

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99 JUL 21 PM 5:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA