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JEFFREY MARK SHERMAN

ATTORNEY AT LAW  
810 63rd Avenue N.  
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Admitted Florida and New York

Phone (727) 520-8888 Fax (727) 520-0173  
December 7, 1999

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

600003065686--6  
-12/09/99--01074--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: FINANCES UNLIMITED, INC.

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

O \$70.00	O \$78.75	O \$122.50	O \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED			

FROM: Jeffrey Sherman  
810 63rd Avenue N.  
St. Petersburg, FL 33702  
(727) 520-8888

NOTE: Please provide the original and one copy of the ARTICLES OF INCORPORATION

FILED  
99 DEC -9 AM 3:18  
TALLAHASSEE, FLORIDA

gk 6/13

**ARTICLES OF INCORPORATION  
OF  
FINANCES UNLIMITED, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**NAME:** The name of this corporation shall be FINANCES UNLIMITED, INC., and its initial principal office shall be at 111 N. Keystone Drive, Clearwater, Fl. 33755

**ARTICLE II**

**DURATION:** This corporation shall have a perpetual existence.

**ARTICLE III**

**PURPOSE:** This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**CAPITAL STOCK:** The total number of shares of stock which the corporation shall have to issue is 1000 shares of common stock, with a par value of \$1.00 per share. The total number of authorized stock which is initially sold shall be fully paid before the corporation begins transaction of business.

**FILED**  
99 DEC -9 AM 3:19  
TALLAHASSEE, FLORIDA

## ARTICLE V

**INITIAL REGISTERED AGENT AND OFFICE:** The name of the initial registered agent of the corporation is Jeffrey Mark Sherman, Esq. 810 63<sup>rd</sup> Avenue North, St. Petersburg, Fl. 33702

## ARTICLE VI

**BOARD OF DIRECTORS:** The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than five members as provided by the By-Laws of the Corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous written agreement of all of the stockholders of the corporation, the above describe Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of Corporation for purpose of applying applicable state law. The name(s) and address(s) of the first Board of Directors is(are):

SHARON COTE - 111 N. Keystone Drive, Clearwater, Fl. 33755

Until the first meeting of stockholders, management and

control of this corporation shall be vested in the above Board composed of one director. This director shall hold office until his successors are duly elected and qualified.

#### **ARTICLE VII**

**OFFICERS:** The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following person(s) shall hold the below-designated offices until their successors are elected and qualified:

President/Secretary/Treasurer/ - SHARON COTE

#### **ARTICLE VIII**

**INCORPORATOR:** The name and address of the incorporator of the corporation is JEFFREY M. SHERMAN, 810 63<sup>rd</sup>. Avenue N., St. Petersburg, Fl. 33702.

#### **ARTICLE IX**

**AUTHORITY TO INCREASE CAPITAL STOCK:** The capital stock authorized may be increased by a 75% vote of the stockholders at any regular or special meeting called for that purpose by the adoption of an amendment to these articles.

#### **ARTICLE X**

**SECTION 1244 ELECTION:** The first of Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in

IN WITNESS WHEREOF, The undersigned registered agent hereby accepts such designation on this December 7, 1999.

WITNESSES:

Sandra Yuen  
[Signature]


[Signature]  
JEFFREY MARK SHERMAN

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Jeffrey Mark Sherman, as Registered Agent, to me well known to be the person describe in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this December 7, 1999.

Sandra Yuen  
Notary Public  
My Commission Expires:

 Sandra Yuen  
MY COMMISSION # CC786822 EXPIRES  
February 20, 2003  
3000000000 TROY FAIN INSURANCE, INC.

**FILED**  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Internal Revenue Code Section 1244 and the regulations thereunder.

#### ARTICLE XI

**BY-LAWS:** The power to adopt, alter, amend or repeal the By-Laws should be vested in the Board of Directors.

#### ARTICLE XII

**AMENDMENT:** The power to amend these articles shall be held exclusively by the stockholders. An amendment hereto shall require a two-third (2/3) vote of all outstanding stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this December 7, 1999.

WITNESSES:

Sandra Yuen

Jeffrey M. Sherman  
JEFFREY M. SHERMAN

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared JEFFREY M. SHERMAN, as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this December 7, 1999.

Sandra Yuen  
Notary Public  
My Commission Expires:



Sandra Yuen  
MY COMMISSION # CC786822 EXPIRES  
February 20, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.