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TRANSMITTAL LETTER

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

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-05/26/00--01077--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: TRAGG BAR, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Adam Burnett  
Name (Printed or typed)  
2266 Wilton Drive  
Address  
Wilton Manors, Florida 33309  
City, State & Zip  
954-565-2526  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
00 MAY 26 AM 11:43

FILED

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

gk6/6

**Articles of Incorporation  
of  
TRAGG BAR, INC.**

The undersigned subscribers to these Articles of Incorporation, each competent as an incorporator pursuant to the provisions of section 607.161, Florida Statutes, desiring to associate for the purpose of forming a corporation pursuant to Chapter 607, Florida General Corporation Act and pursuant to the provisions of the Statutes of the State of Florida providing for the formation, liabilities, privileges and immunities of a corporation for profit, do hereby certify as follows:

**Article I – Name of Corporation**

The name of this corporation is and shall be:

TRAGG BAR, INC.

**Article II – General Purpose of Corporation**

The general purpose for which this corporation is being initially organized is as follows:

The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, Florida General Corporations Act.

**Article III – Principal Place of Business**

The principal place of business and mailing address of this corporation shall be:

2024 NE 15<sup>th</sup> Avenue  
Wilton Manors, FL 33305

**Article IV – Initial Registered Agent and Street Address**

Adam M. Burnett  
2024 NE 15<sup>th</sup> Avenue  
Wilton Manors, FL 33305

**Article V – Initial Board of Directors**

The names and addresses of the members of the first Board of Directors, who, unless otherwise provided by the bylaws of the corporation, shall hold office and manage the corporation for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

Adam M. Burnett, President  
2024 NE 15<sup>th</sup> Avenue  
Wilton Manors, FL 33305

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Terry L. Norman, Vice-President  
1581 NE 34<sup>th</sup> Court, #213  
Oakland Park, FL 33334

Gary J. Cleverdon, Secretary  
421 NW 36 Street  
Oakland Park, FL 33309

George Kessinger, Treasurer  
2024 NE 15<sup>th</sup> Avenue  
Wilton Manors, FL 33305

#### **Article VI – Capital Stock**

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time shall be one hundred (100) of common stock of the par value of one dollar (\$1.00) each. There shall be only one class of stock.

#### **Article VII – Incorporator**

The name and address of the incorporator to the articles of incorporation is as follows:

Adam M. Burnett  
2024 NE 15 Avenue  
Wilton Manors, FL 33305

#### **Article VIII – Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of the 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 IX – Number of Directors**

The Board of Directors of the corporation shall consist of the number of directors serving on the initial Board of Directors. The number of directors of the corporation may be changed from the number of directors serving on the initial Board of Directors at any time by affirmative vote of a majority of the stockholders.

#### **Article X – Exercise of Corporate Powers**

All corporate powers shall be exercised by or under authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

#### **Article XI – Qualification and Compensation of Directors**

Directors need not be residents of the State of Florida or shareholders, but shall be citizens of the United States of America. The compensation of the members of the Board of Directors shall be fixed by the shareholders.

#### **Article XII – Removal of Directors**

Any or all directors may be removed in accordance with the provisions of Section 607.177 of the Florida Statutes.

#### **Article XIII – Executive Committees**

The Board of Directors, by resolution adopted by a majority of the full Board of Directors, may designate from among its members, an executive committee and one or more committees, each of which to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors, except such acts set forth in Section 67.127 of the Florida Statutes.

#### **Article XIV – Action by Directors without a Meeting**

Any action which may be taken at a meeting of the directors or a committee thereof may be taken without a meeting provided that a consent in writing setting forth the action so to be taken, signed by all of the directors or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the Board of Directors or of the committee. Such consent shall have the same effect as unanimous vote.

#### **Article XV – Amendment of Articles of Incorporation**

These Articles of Incorporation may be amended at any time in accordance with the provisions of Section 607.181 of the Florida Statutes.

#### **Article XVI – General Powers**

This corporation shall have all powers which a corporation of this nature under the laws of the State of Florida may legally exercise, including but not limited to all of those powers enumerated and set forth in Section 607.011 of the Florida Statutes.

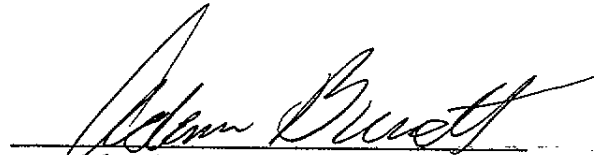
#### **Article XVII – Officers**

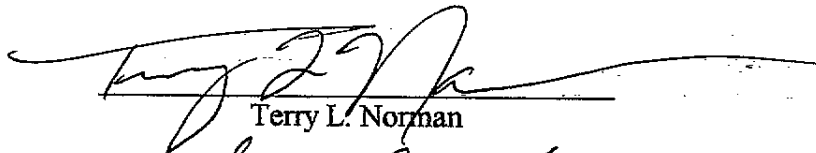
The officers of this corporation shall consist of a President, a Vice-President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors in the manner and at the time proscribed in the bylaws of this corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors or chosen in such other manner as may be proscribed by the bylaws. Any two or more offices may be held by the same person.

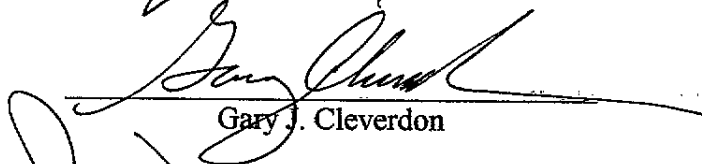
**Article XVIII – Duration of Corporate Existence**

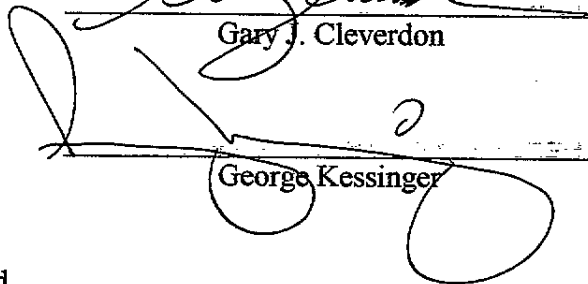
This corporation shall have perpetual existence unless sooner dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation by the Department of State.

In witness whereof, we have set our hands and seals this 24<sup>th</sup> day of May, 2000.

  
Adam M. Burnett, Incorporator

  
Terry L. Norman

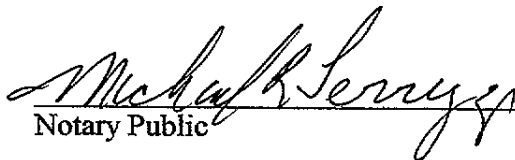
  
Gary J. Cleverdon

  
George Kessinger

State of Florida  
County of Broward

Personally appeared before me, the undersigned authority, Adam M. Burnett, Terry L. Norman, Gary J. Cleverdon and George Kessinger, to me well known as the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed the same for the purpose therein expressed.

In Witness whereof, I have hereunto set my hand and official seal at Wilton Manors in said county and state, this 24<sup>th</sup> day of May, 2000.

  
Notary Public

My commission expires:




Michael Terrizzi  
My Commission CC620799  
Expires February 28, 2001

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act; TRAGG BAR, INC., desiring to organize under to laws of the State of Florida with is principal office as indicated in the Articles of Incorporation in the city of Wilton Manors, County of Broward, State of Florida, has named Adam M. Burnett as its Registered Agent of accept service of process within the state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent 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.

By:   
Adam M. Burnett  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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