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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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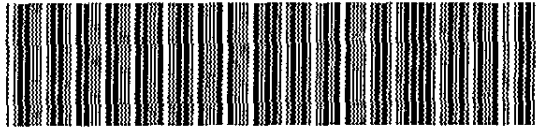
(Business Entity Name)

(Document Number)

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12/22/03--01046--005 \*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 DEC 22 PM 2:07

FILED

*The Law Offices  
of*

**TARYN X. TEMMER, P.A.**

1106 N. Parsons Avenue  
Brandon, Florida 33510



Phone (813) 685-7517  
Fax (813) 689-5610

December 19, 2003

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Fl. 32314

RE: Filing of Articles of Incorporation  
for Florida Aquatics Tropical Fish

Dear Sir/Madam:

Enclosed herewith are Articles of Incorporation to be filed, together with my check in the amount of \$78.75.

I would appreciate your filing these Articles, certifying them as the Articles of Incorporation and returning them to my office, a copy is attached hereto for certifying.

Thank you for your attention to this matter.

Sincerely,



TARYN X. TEMMER, ESQUIRE

TXT:cls  
Enclosures  
cc: Client

**ARTICLES OF INCORPORATION**

**OF**

**FLORIDA AQUATICS TROPICAL FISH, Inc.**

**I, THE UNDERSIGNED** incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of Florida.

**ARTICLE I**

The name of this corporation shall be:

**FLORIDA AQUATICS TROPICAL FISH, INC.**

**ARTICLE II**

**EXISTENCE OF CORPORATION**

This corporation shall have perpetual existence.

**ARTICLE III**

**PURPOSES**

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV**

The corporation shall have power:

- (a) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated and to transact any lawful business or business venture.
- (b) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or part of its property or assets.

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- (c) To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statutes.
- (d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (e) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise, and income.
- (f) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the State of Florida, within or without the state.
- (h) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (i) To make and alter By-Laws, not inconsistent with the laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

- (j) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (k) To transact any lawful business which the director or board of directors shall find will be in aid of government policy.
- (l) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.
- (m) To be a promotor, incorporator, partner, general partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprises.
- (n) To have and exercise all powers necessary or convenient to effect its purposes.

## **ARTICLE V**

### **CAPITAL STOCK**

The number of shares of capital stock authorized to be issued by this corporation shall be ONE THOUSAND (1,000) shares of common stock, each with a par value of One Dollar (\$1.00).

## **ARTICLE VI**

### **REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the corporation's initial registered office is: 606 Gay Road, Seffner, Florida 33584, and the name of the corporation's initial registered agent at such address is: Jeffrey D. Raley. The corporation may change its registered office or its registered agent or both

by filing with the Department of State of the State of Florida a statement complying with Florida Statutes. The principal address and registered office address are the same.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors shall be two (2). The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one. The names and addresses of the persons who are to serve as members thereof are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
JEFFREY D. RALEY	606 Gay Road Seffner, Florida 33584
LANA L. RALEY	606 Gay Road Seffner, Florida 33584

**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the incorporator of this corporation is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
JEFFREY D. RALEY	606 Gay Road Seffner, Florida 33584

**ARTICLE IX**

**INDEMNIFICATION**

If in the judgment of a majority of the entire Board of Directors (excluding from such majority any director under consideration for indemnification), the criteria set forth in Florida

Statutes, have been met, then the corporation shall indemnify any officer or director, or former officer or director, his personal representatives, devisees or heirs, in the manner and to the extent contemplated by the said Statutes.

**ARTICLE X**

**AMENDMENT OF ARTICLES OF INCORPORATION**

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

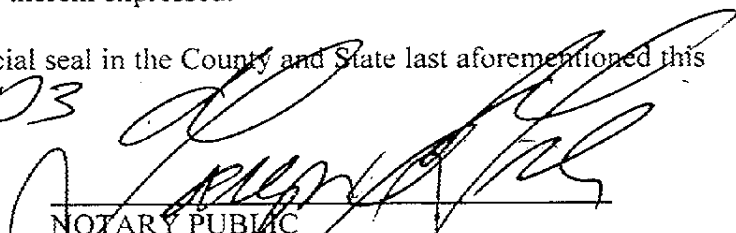
**IN WITNESS WHEREOF**, I the undersigned, have executed these Articles for the uses and purposes therein stated.

  
**JEFFREY D. RALEY**  
REGISTERED AGENT/INCORPORATOR

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

**BEFORE ME**, the undersigned authority, an officer duly qualified to take acknowledgments, personally appeared JEFFREY D. RALEY, who is personally known to me or who has produce to me his J. D. Raley and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

18th day of December, 2003 **WITNESSED** my hand and official seal in the County and State last aforementioned this

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires:



Taryn X. Temmer  
MY COMMISSION # DD025879 EXPIRES  
June 17, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.



Taryn X. Temmer  
MY COMMISSION # DD025879 EXPIRES  
June 17, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.