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07 JAN'26 AH 11: 52 SECRETARY OF STATE TALLAHASSEE, FLORIDA



COVER LETTER

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

SUBJECT: Witte Corp.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ARTICLES OF INCORPORATION

of

Witte Corp.

A Florida For Profit Corporation

FILED
07 JAN 26 AH 11: 5
SECRETARY OF STATE
SECRETA

The undersigned Persons, acting as co-operators for the purpose of forming a stock business corporation under the Laws of the State of Florida in compliance with Chapter 607 and/or Chapter 621, F.S. (For Profit) adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be Witte Corp., known hereafter as "The Corporation."

ARTICLE II: PRINCIPAL OFFICE

The principal place of business/mailing address is:

1595 Coral Ridge Drive

Coral Springs, Florida 33071

The principal office of this Corporation shall be located at such location as the Board of Directors so elects. The principal office of the Corporation may be changed to another location if the Board of Directors so elects. In addition to the principal office, the Corporation may have other offices as shall be designated by the Board of Directors.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be organized under the Laws of the State of Florida, and to have all powers that are afforded to Corporations under the Laws of the State of Florida.

Article IV: POWERS

The Corporation shall have the following powers:

Section 1. To exercise all rights and powers conferred by the laws of the State of Florida upon for profit corporations, including but not limited to those set forth in Florida Statutes and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise, any assets of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such assets and the income, principal and proceeds of such assets.

Section 2. To engage in and transact any other lawful activity, solely in furtherance of the foregoing Purposes, for which for profit corporations may be incorporated under the Fiorida Statutes.

Section 3. To do such other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the Purposes of the Corporation.

ARTICLE V: DURATION

This corporation shall commence corporate existence upon the date of signing these articles of incorporation by the incorporators and shall have perpetual existence unless it shall be dissolved pursuant to the laws of the State of Florida and these Articles of Incorporation.

ARTICLE VI: INITIAL CAPITALIZATION

The total amount of initial capitalization of this corporation is one-hundred dollars (\$100.00).

ARTICLE VII: SHARES

The total number of shares of stock is five-hundred (500). These stocks shall have a Par value of one cents each (.01).

ARTICLE VIII: REGISTERED AGENT

The registered agent of this corporation is: <u>Denise Marie Witte</u>

1595 Coral Ridge Drive
Coral Springs, Fl 33071

ARTICLE IX: DIRECTORS

There shall be five Life time directors constituting the board of directors, they are as follows:

Denise Marie Witte	1595 Coral Ridge Dr. Coral Springs, Fl 33071	D.O.B. 6-29-1965
Daniel David Witte	1595 Coral Ridge Dr. Coral Springs, Fl 33071	D.O.B. 8-27-1965
Charlsse L. Witte	1595 Coral Ridge Dr. Coral Springs, Fl 33071	D.O.B. 1-03-1990
Breyana G. Witte	1595 Coral Ridge Dr. Coral Springs, Fl 33071	D.O.B. 9-18-1991
Aspen B. "Callley" Wit	te 1595 Coral Ridge Dr. Coral Springs, Fl 33071	D.O.B. 7-04-1994

ARTICLE X: INCORPORATORS

The name and address of the Incorporators are:

Denise Marie Witte Daniel David Witte

1595 Coral Ridge Drive 1595 Coral Ridge Drive

Coral Springs, Fl 33071 Coral Springs, Fl 33071

ARTICLE XI: MANAGEMENT OF CORPORATE AFFAIRS

<u>Board of Directors</u>: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the

corporation shall be Five; provided, however, that such number may be changed by a bylaw duly adopted by a majority vote of the existing directors. The vote of the initial incorporators shall count as two votes each, giving the two initial incorporators a total of four votes. Compensation for the Directors shall be set forth in the bylaws.

Amendments: These Articles of Incorporation may be amended in accordance with the provisions of the Laws of the State of Florida, or any amendment thereto. The Board of Directors is authorized to make, adopt, amend, alter or repeal in whole or part the Articles of Incorporation, by a majority vote of the Board of Directors at any regular or special meeting of the Board by all who are in attendance, or by all directors signing a written statement manifesting their intention that the Bylaws be adopted. Amendments to these Articles of Incorporation by absentee ballot or Bylaws may be proposed by a resolution adopted by the Board of Directors and put to a majority vote.

Officers:

Section 1. The officers of this corporation shall be a President/Chair, Secretary, Treasurer, and such other officers as may be provided for in the bylaws.

Section 2. The qualifications of officers, the time and manner of electing or appointing them, the duties of and the term of office, and the manner of removing officers may be as set forth in the bylaws.

Section 3. The names of the persons who are to serve as officers of the corporation until their successors are elected and qualified are:

President/Chair Secretary Treasurer Daniel David Witte Charisse L. Witte Denise M. Witte

<u>Directors Emeritus</u>: At any annual meeting or special meeting of the Board, the Board of Directors, by a two-thirds (2/3) vote of those present in person or by absentee ballot, may elect Directors Emeritus to serve, and those so elected shall have seat and voice on the Board of Directors but having no vote.

ARTICLE XII: LIABILITY

Section 1. To the fullest extent permitted by the Florida General Corporation Law, as the same exists or may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article by the members of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions occurring prior to, such repeal or modification.

Section 2. The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of the State of Florida shall not be denied or limited by the bylaws.

ARTICLE XIII: DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed evenly between the original two incorporators. If one of the incorporators is deceased, assets will go to the surviving incorporator. In the event that both initial incorporators are deceased the assets will be distributed evenly between the surviving original directors as set forth in this document. Death of the original two incorporators is not necessarily cause for dissolution of the corporation. Dissolution of the Corporation shall be by resolution voted upon by a two-thirds (2/3) majority vote, in a special meeting of the Board of Directors. Provision will be made in the bylaws for any future directors not listed in this document.

ARTICLE XIV: PREEMPTIVE RIGHTS \\ \frac{1}{2} \text{SE} \qquad \qquad \qquad \qquad \qquad \qquad \qquad \qqqqq \qqqqq \qqqqqqqq \qqqqqqqqqq \qqqqqq
The corporation shall have preemptive rights for all of its shareholders IAN 2
We, the undersigned, being the incorporators of this corporation, certify that all of the facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming Witte Corp., a for profit corporation, under the Laws of the State of Florida, has executed these Articles of Incorporation this 2 day of 2008.
Signature of Incorporator: 1/22/0/
Printed Name of Incorporator: <u>Daniel David Witte</u>
Signature of Incorporator:
Printed Name of Incorporator: Denise Marie Witte

Having been named as registered agent to accept service of process for the above stated corporation
at the place designated in this certificate, I am familiar with and accept the appointment as
registered agent and agree to act in this capacity,
Signature of Registered Agent Date: 1-22-07
Printed Name of Registered Agent <u>Denise Marie Witte</u>

SUBSCRIBED TO AND SWORN BEFORE ME
THIS 22 DAY OF Sanucy 2007. STATE OF: FL COUNTY OF: Browned.
STATE OF: COUNTY OF: Scoward.
PERSONALLY KNOWN OR PRODUCED IDENTIFICATION
TYPE OF IDENTIFICATION PRODUCED FC PC
MY COMMISSION EXPIRES: (/ 2 / 6 7
SIGNATURE: ANDREW V. SHIWPAL Notary Public. State of Florida My comm. expires June 2, 2007 No. DD 218809
NOTARY PUBLIC SEAL