P96000055004

June 25, 1996

SCHIOPPA, INC.
429 Marsh Avenue
Ft. Myers, FL 33905
941-694-5757

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

00000187769 0
-06/27/96--01027--019
*****70.00 *****70.00

Re: SCHIOPPA, INC.

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for SCHIOPPA, INC., along with a check in the amount of $70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return to me with the filing date stamped on it.

Thank You,

Mary K. Schioppa

MARY K. SCHIOPPA

Enclosures

FILED
96 JUN 27 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN JUN 28 1996

FILED

96 JUN 27 AM 9:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SCHIOPPA, INC.

ARTICLE I. NAME

The name of this corporation shall be SCHIOPPA, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department Of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 shares of Common Stock, with a par value of $1.00 per share of common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

> "These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

RALPH P. SCHIOPPA
429 Marsh Avenue
Ft. Myers, FL 33905

MARY K. SCHIOPPA
429 Marsh Avenue
Ft. Myers, FL 33905

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 429 Marsh Avenue, Ft. Myers, FL 33905.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: MARY K. SCHIOPPA.

ARTICLE X. INCORPORATOR

The name and address of the individual who will serve as this corporation's incorporator is: RALPH P. SCHIOPPA, 429 Marsh Avenue, Ft. Myers, FL 33905.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Mary K. Schioppa

MARY K. SCHIOPPA - Incorporator

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is SCHIOPPA, INC.

2. The name and address of the registered agent and office of the corporation is: MARY K. SCHIOPPA, 429 Marsh Avenue, Ft. Myers, FL 33905.

Dated this 25 day of June, 1996.

FILED
96 JUN 27 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHIOPPA, INC.

By: Mary K. Schioppa
MARY K. SCHIOPPA
Incorporator

Having been named as registered agent and 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.

DATED THIS 25 DAY OF June, 1996.

Mary K. Schioppa
MARY K. SCHIOPPA
Registered Agent

P96000055004

Requestor's Name

400001901874
-07/23/96--01088--006
*****70.00 *****35.00

R. P. Schioppa, Pres.
4949 Jupiter Rd.
Ft. Myers, FL.
33905

Office Use Only

BER(S), (if known):

1. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

CF. 35

FILED
96 JUL -1 AM 10:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
96 JUL -1 AM 7:25
DIVISION OF CORPORATIONS

☐ Walk in ☐ Pick up time ______ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Name Change 7/18/96

Examiner's Initials	

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1996

R. P. SCHIOPPA
4949 JUPITER ROAD
FT. MYERS, FL 33905

SUBJECT: SCHIOPPA, INC.
Ref. Number: P96000055004

We have received your document for SCHIOPPA, INC. and check(s) totaling $105.00. However, your check(s) and document are being returned for the following:

The date of adoption of each amendment must be included in the document.

The fee to file articles of amendment is $35. For each certified copy requested, please add an additional $52.50.

The current name of the entity is as referenced above. Please correct your document accordingly.

The fee to file articles of dissolution or a certificate of withdrawal is $35. For each certified copy requested, please add an additional $52.50.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, executed pursuant to section 607.0120 or 608.408, Florida Statutes, permitting the immediate assumption or use of the name by another entity.

If the document is resubmitted, please return a copy of this letter to ensure your document is properly handled.

If you have any further questions regarding the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 896A00033662

Affidavit

I, GEORGE W. THRASHER, who being duly sworn affirms as follows:

The Corporation, TERMINAL GARAGE, INC., will not revoke or rescind the dissolution of said corporation and that the name of said corporation shall be available for immediate use by any other corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal, and declare this instrument to be my Affidavit this 16 day of July, 1996, in the presence of the subscribing witnesses whom I have requested to become attesting witnesses hereto.

GEORGE W. THRASHER

This instrument was on the date thereof signed, published and declared by GEORGE W. THRASHER to be his affidavit, in our presence and in the presence of each of us, and we, at the same time, at his request, in his presence and in the presence of each other, this 16 day of July, 1996, have hereunto signed our names and addresses as attesting witnesses.

Sign Name Here: Pat Evans **Print Name Here:** PAT EVANS

Sign Name Here: Anetia P. Nault **Print Name Here:** ANETIA P. NAULT

STATE OF FLORIDA
COUNTY OF LEE

SWORN TO AND SUBSCRIBED before me this 16 day of July, 1996. GEORGE W. THRASHER is personally known to me, or has produced DRIVER'S LICENSE as identification, and did (did not) take an oath. FOL# T626-319-41-462-0

Notary Public

GABRIEL R. MARTINEZ
MY COMMISSION # CC 557427
EXPIRES: May 27, 2000
Bonded Thru Notary Public Underwriters

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
95 JUL -1 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHIOPPA, INC.
A Florida Corporation

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following article of amendment to its Articles of Incorporation:

FIRST:

The name of this Corporation shall be changed from Schioppa, Inc to:

THE TERMINAL GARAGE, INC

SECOND

The amendment above stated was adopted by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 26 day of June, 1996.

Signature: Ralph P. Schioppa Pres.
Ralph P. Schioppa, Pres.