

70000050489

TRANSITIONAL LETTER

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

SUBJECT: ROGER DEFOUW ENTERPRISES, INC  
(Proposed corporate name - must include suffix)

700003262437--4  
-05/23/00--01001--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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: A TAX SHELTER  
Name (Printed or typed)  
521 - 39<sup>TH</sup> ST WEST  
Address  
BRADENTON, FL 34205  
City, State & Zip  
(850) 656-7680  
Daytime Telephone number

FILED  
RECEIVED  
MAY 22 AM 10:40  
MAY 22 PM 2:18  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

MAIL-OUT

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

T. SMITH MAY 23 2000

**ARTICLES OF INCORPORATION  
OF**

The undersigned incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I.**

The name of this corporation shall be

ROGER DEFOUW ENTERPRISES, INC

**ARTICLE II.**

The general nature of the business to be transacted and carried on by this corporation is to manufacture, design, construct, and to develop, own, hold, use, buy, sell, lease, hire and deal in and with articles and properties of all kinds, and to render services of all kinds; including real estate, and to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III.**

The total authorized capital stock of this corporation shall be 1,000 shares of common stock having a nominal value or par value of \$1.00 per share.

FILED  
00 MAY 22 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV.**

The street address of the initial registered office of this corporation shall be 1397 43<sup>RD</sup> Street, Sarasota, FL 34234, and the initial registered agent at such address will be Roger T. DeFouw.

**ARTICLE V.**

The name and street address of the incorporator to these Articles of Incorporation is Roger T. DeFouw, 1397 43<sup>rd</sup> Street, Sarasota, FL 34234.

**ARTICLE VI.**

This corporation shall have one (1) director initially and their name and address is as follows:

<u>Name</u>	<u>Address</u>
Roger T. DeFouw	1397 43 <sup>rd</sup> Street Sarasota, FL 34234

**ARTICLE VII.**

The executive officers of this corporation shall be a President, a Vice-President, a Secretary, and a Treasurer. Any person may hold two or more offices. This corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such

terms, and have such powers and duties as may be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

### **ARTICLE VII.**

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserve power.

### **ARTICLE IX.**

Each shareholder of the corporation shall be entitled to full pre-emptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, which may be issued at any time by the corporation. But, in no case shall these pre-emptive rights exist for a period in excess of thirty (30) days from their first being offered to the shareholders.

**IN WITNESS WHEREOF**, I, the undersigned  
incorporator, for the purpose of forming a corporation for profit  
pursuant to the laws of the State of Florida, do make, subscribe and

acknowledge this certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of the State of Florida, for the purposes therein set forth.

A handwritten signature in black ink, appearing to read "Roger T. DeFouw", with a long horizontal flourish extending to the right.

Roger T. DeFouw

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

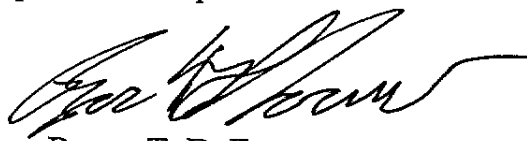
In pursuance of Chapter 48.091 and 607.034, Florida Statutes,  
the following is submitted:

Roger DeFouw Enterprises, Inc. desiring to organize under the laws of  
the State of Florida, with its principle place of business at 1397 43<sup>rd</sup>  
Street, Sarasota, FL 34234, has named Roger T. DeFouw, located at  
1397 43<sup>rd</sup> Street, Sarasota, FL 34234 as its agent to accept service of  
process within the State of Florida.

DATED this *9<sup>th</sup>* day of *MAY*, 2000.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-  
stated corporation, at the place designated in the Certificate, I hereby  
agree to act in this capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper and complete  
performance of my duties.



Roger T. DeFouw  
Registered Agent

STATE OF FLORIDA:

COUNTY OF MANATEE:

**BEFORE ME**, the undersigned authority, personally appeared,  
Roger T. DeFouw, known to me and known to be the person  
making, subscribing and acknowledging the foregoing Articles of  
Incorporation to be his free act and deed for the purposes and uses  
therein set forth.

SWORN TO AND SUBSCRIBED before me on this the 7<sup>th</sup> day  
of, *May*, 2000.

*Nancy R Mowers*  
NOTARY PUBLIC

My Commission Expires:

*10/23/01*



Notary Public, State of Florida  
**NANCY R. MOWERS**  
Commission # CC 691041  
Comm. Expires Oct. 23, 2001

**FILED**  
00 MAY 22 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA