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TRANSMITTAL LETTER FILED

00 JUL 17 AM 10: 02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: COMMERCIAL SERVICES OF CENTRAL FLORIDA, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900003325679--4

-07/18/00--01006--020

\*\*\*\*\*87.50 \*\*\*\*\*87.50

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: DAVID E. CAULFIELD  
Name (Printed or typed)

162 SUNRISE ROAD  
Address

DAVENPORT, FLORIDA 33837  
City, State & Zip

(863) 424-5522  
Daytime Telephone number

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

*PA 7/20/00*

**ARTICLES OF INCORPORATION  
OF  
COMMERCIAL SERVICES OF CENTRAL FLORIDA, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation in compliance with Chapter 607 and/or Chapter 621, Florida Statutes (Profit), adopt the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of this corporation shall be **COMMERCIAL SERVICES OF CENTRAL FLORIDA, INC.**

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business/mailing address is:

Business Physical Location:	2505 County Road 54 Davenport, Florida 33837
Mailing Address:	Post Office Box 753 Loughman, Florida 33858-0753

**ARTICLE III  
PURPOSE**

The purpose of this corporation is to engage in any lawful activity permitted under State of Florida Statutes, and this corporation is primarily organized to:

1. Provide quality parts and professional service on all existing restaurant cooking equipment in various restaurants
2. Provide professional property management and professional property maintenance services.
3. Provide commercial debt collection services.

## **ARTICLE IV SHARES**

The total number of shares which the corporation shall have the authority to issue is 600 shares, and said shares shall be issued under Chapter 607.0623 of the State of Florida Statutes.

## **ARTICLE V INITIAL OFFICERS/DIRECTORS**

The names, positions and residence addresses of the persons constituting the initial board of directors for an period of twelve (12) months from the date of filing these Articles of Incorporation are:

Vicki L. Caulfield 162 Sunrise Road Davenport, Florida 33837	<b>President/Director</b>
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Denise McDonald 52 Starfield Road Shepherds Bush, London, U.K. W12 9SW	<b>Vice President /Director</b>
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David E. Caulfield 162 Sunrise Road Davenport, Florida 33837	<b>Vice President of Operations/Director</b>
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Phillip Daddio 411 Foggy Creek Road Davenport, Florida 33837	<b>Vice President of Marketing/Director</b>
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John McDonald 52 Starfield Road Shepherds Bush, London, U.K. W12 9SW	<b>Chief Financial Officer/Director</b>
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Cheryl Daddio 411 Foggy Creek Road Davenport, Florida 33837	<b>Corporate Secretary/Director</b>
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## **ARTICLE VI REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Vicki L. Caulfield  
162 Sunrise Road

Davenport, Florida 33837

## **ARTICLE VII LIABILITY OF OFFICERS and/or DIRECTORS**

To the fullest extent permitted by law, no Officer and/or Director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a officer and/or director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock purchases or redemptions, or (iv) a transaction in which an officer and/or director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a officer and/or director of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE VIII OTHER PROVISIONS**

**Preemptive Rights.** The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

**Officer and/or Director Interest.** In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any officer and/or director of this corporation individually, shall be effected by the fact that any officer and/or director of this corporation is individually a party to the transaction or is interested in or is a officer and/or director of such other association or corporation.

**Share Transfer Restriction.** No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation, without first offering to sell such shares to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the Registered Agent of Record of the corporation, at the time the stock is offered to the corporation for sale. The board of directors of this corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase, by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares, it shall notify the shareholder in writing within thirty (30) day period and the share may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date the corporation declines to exercise its option.

## ARTICLE IX INCORPORATORS

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Vicki L. Caulfield  
Vicki L. Caulfield, Incorporator  
162 Sunrise Road  
Davenport, Florida 33837  
LIC FL C 414-875-61-743-0



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

Denise McDonald  
Denise McDonald, Incorporator  
52 Starfield Road  
Shepherds Bush, London, U.K. W12 9SW  
GB Driver Lic D 6773691  
U K Passport 028585328



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

David E. Caulfield  
David E. Caulfield, Incorporator  
162 Sunrise Road  
Davenport, Florida 33837  
LIC FL C 414-165-84-087-0



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

Phillip Daddio  
Phillip Daddio, Incorporator  
411 Foggy Creek Road  
Davenport, Florida 33837  
LIC FL D 380-670-56-059-0



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

John McDonald  
John McDonald, Incorporator  
52 Starfield Road  
Shepherds Bush, London, U.K. W12 9SW  
LIC FL M 235-461-73-138-0  
UK Driver Great Britain 019260765



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

Cheryl Daddio  
Cheryl Daddio, Incorporator  
411 Foggy Creek Road  
Davenport, Florida 33837  
LIC FL D 380-101-58-843-0



Diana Lily Alvarez  
MY COMMISSION # CC824625 EXPIRES  
April 8, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

## REGISTERED AGENT'S SIGNATURE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated under Article VI, of the corporations Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. By witness of my signature I fully agree to comply with the Florida Statutes relating to the proper and complete performance of my Duties.

Vicki J. Caulfield  
Registered Agent's Signature

State of Florida, County of Polk, ss:

Subscribed and sworn to (or affirmed) before me this 9 day of July, 20 00.

Deanna Lily Alvarez  
Notary Public Deanna Lily Alvarez  
My Commission Expires 4-8-2003

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA