

P00000080146

PAUL E. CARTER, JR.

Tax Consultant
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1100 Cleveland St. Ste.#904
Clearwater, FL 33755

TRANSMITTAL LETTER

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

SUBJECT: R & T Waterfront, Inc.

(Proposed corporate name - must include suffix)

200003355732--1
-08/14/00--01112--003
*****78.75 *****78.75

- ☐ \$ 70.00 Filing Fee
☒ \$ 78.75 Filing Fee and Certificate
☐ \$ 122.50 Filing Fee and Certified Copy
☐ \$ 131.25 Filing Fee, Certified Copy and Certificate

Enclosed is an original and one (1) copy of the articles of incorporation and a check for the amount stated above.

FILED
00 AUG 24 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

From: PAUL E. CARTER, JR.
(NAME)

1100 CLEVELAND ST. STE. #904
(ADDRESS)

CLEARWATER, FL 33755
(CITY, STATE, & ZIP)

(727) 442 - 3557 DAYTIME

T. Burch AUG 24 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 18, 2000

PAUL E. CARTER, JR.
1100 CLEVELAND ST. STE 904
CLEARWATER, FL 33755

SUBJECT: R & T WATERFRONT, INC.
Ref. Number: W00000020355

We have received your document for R & T WATERFRONT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 800A00044438

FILED

00 AUG 24 PM 12:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ARTICLE I. CORPORATE NAME

The name of this Corporation is, R & T Waterfront, Inc., and its mailing address is, 1824 Venetian Drive, Clearwater, FL 33755.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of one (\$1.00) dollar.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V.
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent in the State of Florida shall be: Paul E. Carter, Jr., at 1824 Venetian Drive, Clearwater, FL 33755. The board of directors from time to time may move the Registered Office to any address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two director (s) initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name(s) and street address(es) of the initial director(s) of this Corporation is (are), : Aurel Thies, of 612 Mariva Ave., Clearwater, FL .33755 and Hans Jurgen Reichert, of 1824 Venetian Drive, Clearwater, FL 33755. The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until their successor(s) is (are) elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is; Aurel Thies, of 612 Mariva Ave., Clearwater, FL .33755

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

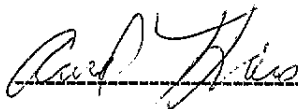
ARTICLE X. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI. INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent of the law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8th day of August, 2000.

_____

Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE /
REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: R & T Waterfront, Inc..
2. The name and address of the registered agent is:

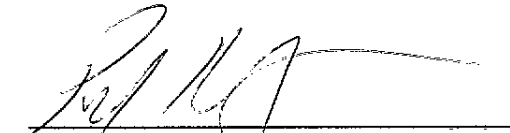
Paul E. Carter, Jr.
(NAME)
1824 Venetian Drive
(P.O. BOX NOT ACCEPTABLE)
CLEARWATER, FL 33755
(CITY/STATE/ZIP)

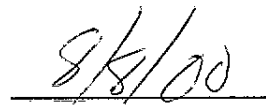
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 24 PM 12:51

FILED

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.


(signature)


(date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314