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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

TROPICAL RESOURCES INC.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

Articles of Incorporation
Of
Tropical Resources Inc.

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 TALLAHASSEE, FLORIDA

The Undersigned Herby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I
Name and Principal Office

- 1.01 The name of the corporation is Tropical Resources Inc.
- 1.02 The principal office of the corporation is 480 Yucca Road, Naples FL 34102
- 1.03 The mailing address of the corporation is 480 Yucca Road, Naples FL 34102

ARTICLE II
Commencement and Duration

- 2.01 The corporation is to commence its corporate existence on the date of subscription of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III
Purpose

- 3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under the Florida general Corporation Act.

ARTICLE IV
Capital Stock

- 4.01 The corporation is authorized to issue one thousand (1,000) shares of capital stock of One Dollar (\$1.00) par value of a single class designated as Common Stock
- 4.02 Each outstanding share of capital stock shall entitle the holder to one vote on each matter submitted to a vote at a meeting of the shareholders.
- 4.03 The shares of capital stock may be issued for such consideration, having a value not less than the par value the shares issued therefore, as is determined from the time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares of capital stock may not be issued until the full amount of the consideration therefore has been paid; thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V
Preemptive Rights

- 5.01 Each shareholder of the corporation shall be entitled to full preemptive rights to purchase any unsigned or treasury shares of capital stock of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares of capital stock.

ARTICLE VI
Board of Directors

- 6.01. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors elected by the shareholders by the method provided in the Bylaws.
- 6.01 Any and all of the powers and duties conferred or imposed upon the Board of Directors, by resolution of the shareholders adopted at the special meeting called for that purpose, may be exercised or performed to such extent, by the person, persons and upon such terms and conditions as shall be specified by the shareholders.
- 6.01. The corporation shall have one director initially. The number of directors may thereafter be increased for the time to time in accordance with the Bylaws of the corporation.
- 6.01 The name and address of the initial directors of the corporation are
Arthur + Kathy Neuman 480 Yucca Rd. Naples, FL 34102

ARTICLE VII
Indemnification

- 7.01. The corporation shall indemnify any present or former officer or director, or person exercising powers and duties as an officer or director of the corporation, to the full extent now or hereafter permitted by law.

ARTICLE VIII
Bylaws

- 8.01 The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders.
- 8.02 The affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of capital stock of the corporation shall be required to adopt, alter or repeal the Bylaws.

ARTICLE IX
Amendment

- 9.01. These Articles of Incorporation may be amended at any time by the affirmative vote of the holders of at least (80%) of the outstanding shares of the capital stock of the corporation, at any regular shareholders or at any special meeting of the shareholders called for that purpose.

ARTICLE X
Incorporator

- 10.01. The name and address of the incorporator executing these Articles of Incorporation is
Arthur + Kathy Neumann 480 Yucca Rd. Naples, FL 34102

ARTICLE XI
Registered Office and Agent

- 11.01. The street address of the initial registered office of the corporation is 480 Yucca Rd and
the name of the initial Registered Agent of the corporation at the address is Naples, FL 34102
Arthur Neumann

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on

Arthur J. Neumann
(Seal)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

Tropical Resources Inc.

2. The name and address of the registered agent and office is: ARTHUR NEWMAN.

480 Yucca Road
(P.O. BOX NOT ACCEPTABLE)
Naples, FL 34102
(CITY/STATE/ZIP)

SIGNATURE Arthur Newman

TITLE President

DATE 10-18-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE Arthur Newman

DATE 10-18-00

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