



ARMANDO F. MIZIO

# MIZIO & ASSOCIATES

25400 U.S. 19 North • Suite 210  
Clearwater, Florida 33763  
Telephone (813) 736-4321  
Fax (813) 724-1130

Accountants  
Tax Consultants  
Personal Financial Planning

PO00000099722

State of Florida  
Division of Corporations  
The Capital Building  
P.O. Box 6327  
Tallahassee, Florida 32314

800003350568--8  
-08/09/00--01037--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Attn: Secretary of State

Dear Sir:

Enclosed please find the Articles of Incorporation and our check  
number 2618 in the amount of \$ 70.00 to cover the cost of:

FILED  
00 AUG -9 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**A.D.C. ENTERPRISES, INC.**

Your immediate attention will be greatly appreciated.

AFM:jm

**EFFECTIVE DATE**  
8-2-00

Sincerely yours,

*Armando F. Mizio*

Armando F. Mizio

Encl.

T BROWN OCT 24 2000

~~WOS 20/1/1~~  
called 8/16 Did not return call



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 30, 2000

ARMANDO F. MIZIO  
MIZIO & ASSOCIATES  
25400 U.S. 19 NORTH, SUITE 210  
CLEARWATER, FL 33763

SUBJECT: A.D.C. ENTERPRISES, INC.  
Ref. Number: W00000020141

We have received your document for A.D.C. ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 400A00046258

**ARTICLES OF INCORPORATION**

**OF**

**A.D.C. ENTERPRISES, INC.**

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the Laws of the State of Florida.

**FILED**  
00 AUG -9 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**EFFECTIVE DATE**  
8-2-00

**ARTICLE I - NAME**

The name of the corporation shall be:

**A.D.C. ENTERPRISES, INC.**

The principal office shall be:

6086 Bay Lake Drive North  
St. Petersburg, Florida 33708

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is:

(a) To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected on any land owned, held, or occupied by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or

2.

otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(b) To engage in retail, wholesale and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.

(c) To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business, including repurchase of its own shares.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same, including purchase of its own shares.

(h) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.

3.

(i) To engage in any and all lawful businesses, trades, occupations and professions.

(j) To do any or all the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above-named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyways limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

500 Common Stock, Par Value \$1.00

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

#### ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

#### ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

4.

**ARTICLE VI - REGISTERED OFFICE & REGISTERED AGENT**

The Initial Registered Office of this corporation is to be:

25400 U.S. 19 North - Suite 210  
Clearwater, Florida 33763

The Initial Registered Agent of the corporation is:

Armando F. Mizio

**ARTICLE VII - BOARD OF DIRECTORS**

The corporation shall have the number of directors as shown below in Article VIII, initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

**ARTICLE VIII - INITIAL DIRECTORS**

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Christopher A. Colandrea  
6086 Bay Lake Drive North  
St. Petersburg, Florida 33708

**ARTICLE IX - SUBSCRIBERS**

The name and street address of each subscriber of these Articles of Incorporation is as follows:

Christopher A. Colandrea  
6086 Bay Lake Drive North  
St. Petersburg, Florida 33708

5.

#### ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective as of August 2, 2000.

#### ARTICLE XI - 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 a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII - MISCELLANEOUS PROVISIONS

It is the intention of the incorporators of this corporation that the first board of directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a "small business corporation" which qualifies under the code.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the forgoing Articles of Incorporation under the Laws of the State of Florida on the date below written.

Date: 07/24/00

 (SEAL)  
Christopher A. Colandrea

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day personally appeared before me the above-named person(s), well known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, at Clearwater, Pinellas County, Florida, this 24th day of July, A.D., 2000.

  
NOTARY PUBLIC

My Commission Expires:



**ARMANDO F. MIZIO**  
Notary Public, State of Florida  
My Comm. Expires June 4, 2004  
No. CC923414



**STATE OF FLORIDA  
DEPARTMENT OF STATE**

**FILED**  
00 AUG -9 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process  
Within This State, Naming Agent Upon Whom Process May Be Served and Names  
and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:  
A.D.C. ENTERPRISES, INC., a corporation organized (or organizing) under the laws  
of the State of Florida with its principal office at 6086 Bay Lake Drive North, St.  
Petersburg, Florida 33708, County of Pinellas, State of Florida, has named  
Armando F. Mizio located at 25400 U.S. 19 North - Suite 210, City of Clearwater,  
County of Pinellas, State of Florida, as its agent to accept service of process within  
this state.

**OFFICERS:**


<u>NAME AND TITLE</u>	<u>SPECIFIC ADDRESS</u>
Christopher A. Colandrea, President, Secretary & Treasurer	6086 Bay Lake Drive North St. Petersburg, Florida 33708

**DIRECTORS:**

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
Christopher A. Colandrea	6086 Bay Lake Drive North St. Petersburg, Florida 33708

**ACCEPTANCE:**

I agree as Resident Agent to accept Service of Process: to keep office open  
during prescribed hours; to post my name (and any other officers of said  
Corporation authorized to accept service of process at the above Florida designated  
address) in some conspicuous place in office as required by law.

  
(Resident Agent)