

TRANSMITTAL LETTER

PO0000 101196

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

800003441198--5  
-10/26/00--01110--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: A+L Associates of Florida, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Alvin L. Gardner  
Name (Printed or typed)

6452 Parson Brown Drive  
Address

Orlando, FL 32819  
City, State & Zip

407-345-5677  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 OCT 27 AM 12:44

FILED

TO AGENCY OF FILING  
SECRETARY OF STATE

00 OCT 26 PM 2:57

RECEIVED  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

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

T.SMITH OCT 27 2000

W-25837  
TS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 26, 2000

ALVIN L. GARDNER  
6452 PARSON BROWN DR  
ORLANDO, FL 32819

SUBJECT: A & L ASSOCIATES OF FLORIDA INC.  
Ref. Number: W00000025837

We have received your document for A & L ASSOCIATES OF FLORIDA 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 200A00056017

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 27 AM 10:53  
TO AGENCY OF THE  
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION**  
*of*  
**A & L ASSOCIATES ~~OF FLORIDA~~ INC.**  
*International*

The undersigned person(s), acting as incorporator(s) of a corporation organized under the in compliance with Chapter 621, F.S. (Profit) of the State of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is A & L Associates *International* ~~of Florida~~, Inc.

**ARTICLE II  
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

7600 Dr. Phillips Blvd. #2  
Suite 112  
Orlando, FL 32819

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00 OCT 27 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE III  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of the United States and the State of Florida.

**ARTICLE IV  
SHARES**

The total number of shares which the corporation shall have authority to issue is 10,000 shares of no par value stock.

**ARTICLE V  
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Alvin L. Gardner  
6452 Parson Brown Drive  
Orlando, Florida 32819

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VI REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Alvin L. Gardner  
6542 Parson Brown Drive  
Orlando, Florida 32819

## **ARTICLE VII INCORPORATOR**

The street address of the Incorporator and the name of Incorporator is:

Alvin L. Gardner  
6542 Parson Brown Drive  
Orlando, Florida 32819

## **ARTICLE VIII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no 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 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 repurchases or redemptions, or (iv) a transaction from which the 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 director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE IX 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.


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

**Stock 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 stock 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 corporation at the time the stock is offered to the corporation for sale. The 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 of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares 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 on which the corporation declines to exercise its option.


**Execution of Written Instruments.** All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

#### Certification

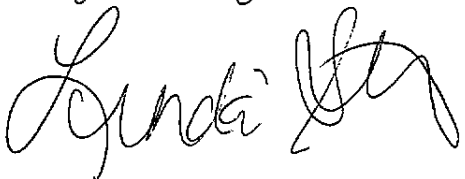
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge. Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Alvin L. Gardner, Registered Agent  
6452 Parson Brown Drive  
Orlando, Florida 32819

October 25, 2000  
Date

  
\_\_\_\_\_  
Alvin L. Gardner, Incorporator  
6452 Parson Brown Drive  
Orlando, Florida 32819

October 25, 2000  
Date

Signed before me this 25<sup>th</sup> day of  




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