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BOARD CERTIFIED TRIAL LAWYER

REPLY TO:  
POST OFFICE BOX 222  
TAMPA, FLORIDA 33601

November 3, 2000

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

100003461561--6  
-11/13/00--01104--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Attn: New Corporation Filings

RE: Daniel L. Sipes, Inc.

100003461561--6  
-11/13/00--01104--005  
\*\*\*\*\*17.50 \*\*\*\*\*17.50

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation pertaining to Daniel L. Sipes, Inc.

We have also enclosed our check numbers 22287 in the amount of \$70.00 which represents the cost for filings, as well as check number 22313 in the amount of \$17.50, which represents the cost for receiving a certified copy, and certificate of status.

Should you have any questions, do not hesitate to contact me.

Very truly yours,

*W.W. Chastain*  
William W. Chastain  
<Signed in Mr. Chastain's absence>

WWC/cmh  
Enclosure

FILED  
00 NOV 13 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08-11  
2000

**ARTICLES OF INCORPORATION**

**OF**

**DANIEL L. SIPES, INC.**

FILED  
00 NOV 13 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be: DANIEL L. SIPES, INC.

**ARTICLE II**

**Business and Purposes**

The general nature of the business to be transacted by this corporation, of the objects or purposes of the corporation, shall be as follows:

- (a) to engage in any activity or business permitted under the laws of the State of Florida and the United States of America, and this charter specifically authorizes all such activities and business by the corporation;
- (b) to invest in real estate, mortgages, stocks, bonds or any other type of investments;
- (c) to own real and personal property necessary for the rendering of the above professional services; and
- (d) in general, to have and exercise all powers conferred by the laws of Florida upon professional service corporations and to do any and all things herein above set forth to the same extent as a natural person might or could do.

### **ARTICLE III**

#### **Capital Stock**

- (a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible) or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.
- (b) In the election of directors of this corporation, there shall be no cumulative voting or the stock entitled to vote at such election.

### **ARTICLE IV**

#### **Existence of Corporation**

- (a) In accordance with Section 607.167, Florida Statutes, the existence of this corporation shall commence on January 1, 2001, and shall be perpetual.

### **ARTICLE V**

#### **Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 3414 West Rogers Ave., Tampa, Florida 33611, and the initial Registered Agent of this corporation shall be Daniel L. Sipes. This corporation shall have the right to change such registered agent and office from time to time, as provided by law. The Principal address is the same.

## **ARTICLE VI**

### **Board of Directors**

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and shall do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

## **ARTICLE VII**

### **Initial Board of Directors**

The initial Board of Directors shall consist of one member, such member to hold office until his successor has been duly elected and qualified. The Officers of the corporation are as follows:

Initial Director:	Daniel L. Sipes	3414 W. Rogers Avenue Tampa, Florida 33611
President:	Daniel L. Sipes	3414 W. Rogers Avenue Tampa, Florida 33611
Vice President:	Raymond D. Sipes	3414 W. Rogers Avenue Tampa, Florida 33611
Secretary:	Jean S. Sipes	3414 W. Rogers Avenue Tampa Florida 33611

Treasurer:

Jean S. Sipes

3414 W. Rogers Avenue  
Tampa, Florida 33611

## **ARTICLE VIII**

### **Incorporators**

The name and street address of the incorporator making these Articles of Incorporation is  
Daniel L. Sipes, 3414 W. Rogers Avenue, Tampa Florida.

## **ARTICLE IX**

### **By-Laws**

- (a) The power to adopt the by-laws of this corporation to alter, amend or repeal the by-laws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation, provided, however, that any by-laws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by the vote of the directors until two years shall have expired since such action by vote of such stockholder.
- (b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

**ARTICLE X**

**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

I accept the appointment of Registered Agent for said corporation.

*Daniel L. Sipes*

DANIEL L. SIPES /Incorporator/Registered Agent

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME the undersigned authority, on this 20<sup>th</sup> day of October, 2000, personally appeared DANIEL L. SIPES, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

*Charlene M. Heger*  
NOTARY PUBLIC

