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01 MAR 16 PM 1:21

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

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

400003856914--7

-03/19/01--01015--013

\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** Winchell's Home Maintenance Services, 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

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Joel F. Winchell  
Name (Printed or typed)

703 Lewis Street

Address

Fruitland Park, FL 34731

City, State & Zip

(352) 728-0781

Daytime Telephone number

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

*Done 3/20/01  
75*

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**WINCHELL'S HOME MAINTANCE SERVICES, INC.**

The undersigned incorporator hereby associates themselves together  
to form a corporation under Chapter 607, Florida Statutes.

**ARTICLE I**

**NAME**

The name of the corporation is:  
**WINCHELL'S HOME MAINTANCE SERVICES, INC.,**  
located at 703 Lewis Street, Fruitland Park, Lake County, Florida 34731.

**ARTICLE II**

**GENERAL PURPOSE**

The general purpose or purposes for which the corporation is organized  
is the transaction of any or all lawful business for which corporations may be  
incorporated under Chapter 607, Florida Statutes.

**ARTICLE III**

**CAPITAL STOCK**

The aggregate number of shares of stock which the corporation shall  
have the authority to issue is 60,000 shares of common stock having a par  
value of \$1.00 per share.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall begin its existence on the day these Articles of Incorporation are filed with the Secretary of State of the State of Florida, and shall exist perpetually.

**ARTICLE V**  
**ADDRESS OF INITIAL REGISTERED OFFICE AND**  
**NAME OF INITIAL REGISTERED AGENT**

The initial registered office of this corporation and the name of its initial registered agent at such address are:

Patricia A. Peters  
2501 W. Main Street, Suite 110  
Leesburg, FL 34748

**ARTICLE VI**  
**DIRECTORS**

The initial Board of Directors shall consist of two (2) members. A member of the Board of Directors need not be a resident of the State of Florida or a shareholder of the corporation.

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors have

**been elected and qualified are as follows:**

**Joel F. Winchell  
703 Lewis Street  
Fruitland Park, FL 34731**

**and**

**Chloe M. Winchell  
703 Lewis Street  
Fruitland Park, FL 34731**

## **ARTICLE VII**

### **OFFICERS**

**The name and address of each of the officers of the corporation are:**

**PRESIDENT/SECRETARY**

**Joel F. Winchell  
703 Lewis Street  
Fruitland Park, FL 34731**

**TREASURER**

**Chloe M. Winchell  
703 Lewis Street  
Fruitland Park, FL 34731**

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of each of the incorporators and the  
number of shares of stock which each shall take are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>SHARES</u></b>
Joel F. Winchell	703 Lewis Street, Fruitland Park, FL 34731	100

**ARTICLE IX**  
**RESTRICTION ON TRANSFER**

The transfer of any share of stock of this corporation shall be  
restricted and each stock certificate shall bear the notice of restriction in a  
conspicuous place.

The restriction shall read as follows:

"The shares of stock evidenced by this certificate may not be  
transferred, pledged, assigned, or encumbered except in accordance with the  
terms of the Buy-Sell Agreement, a copy of which is on deposit and  
maintained in the corporate book."

**ARTICLE X**  
**AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE XI**  
**BYLAWS**

The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.

**ARTICLE XII**  
**INDEMNIFICATION**

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals  
this 14 day of March,

  
Joel F. Winchell

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION**

**I hereby agree to act as initial Registered Agent for Winchell's Home  
Maintenance Services, Inc. as stated in these Articles of Incorporation.**

**Dated: March 14, 2001**



**Patricia A. Peters**