

Low Offices

# PO1000047966

**GARGANO & MARCHEWKA, L.L.P.**

2075 West First Street, Suite 203  
Fort Myers, Florida 33901  
941-337-2280 ext. 3  
FAX 941-337-7705

**Anthony J. Gargano**

Please reply to:  
P.O. Box 2527  
Fort Myers, Florida 33902-2527  
AJGLAW@aol.com

April 27, 2001

700004092347--9  
-04/30/01--01118--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Department of State  
Division of Corporations  
Post Office Box 6237  
Tallahassee, Florida 32314

**RE: Articles of Incorporation for  
ERJ, CO., Inc.**

Dear Madam:

I have enclosed one (1) original and one (1) copy of the Articles of Incorporation of ERJ, CO., Inc. I have also enclosed a check made payable to the Secretary of State in payment of your required fees as follows:

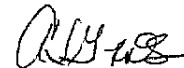
Filing Fee:	35.00
Registered Agent Filing Fee:	35.00
Certified Copy Fee:	8.75

TOTAL: \$ 78.75

After the Articles have been filed, please furnish me with a certified copy. Thank you for your cooperation and assistance.

Sincerely,

GARGANO & MARCHEWKA, L.L.P.



Anthony J. Gargano

AJG:rds  
enclosures  
cc: client

T. Burch MAY 14 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 3, 2001

GARGANO & MARCHEWKA, L.L.P.  
ATTN: ANTHONY J. GARGANO  
2075 WEST FIRST STREET STE 203  
FT. MYERS, FL 33901

SUBJECT: ERJ, CO., INC.  
Ref. Number: W01000010064

We have received your document for ERJ, CO., INC. and your check(s) totaling \$78.75. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**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) 487-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 001A00026389

FILED  
01 MAY 14 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
**LASKO, INC.**

Pursuant to Section 607.0202, Florida Statutes, the undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE 1. NAME**

The name of the corporation is **LASKO, INC.**

**ARTICLE 2. DURATION**

The duration of the corporation is perpetual.

**ARTICLE 3. PURPOSE**

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act. No other purpose limits this general purpose in any way.

B. To do other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

**ARTICLE 4. CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to issue is 100 shares of common stock. Those shares shall be of a single class and shall have a par value of \$1.00 per share.

**ARTICLE 5. PRINCIPAL OFFICE**

The principal office of the corporation is 11409 Waterford Village Drive, Fort Myers, FL 33913 and the mailing address for the corporation is 11409 Waterford Village Drive, Fort Myers, FL 33913.

**ARTICLE 6. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 11409 Waterford Village Drive, Fort Myers, FL 33913 and the name of its registered agent at that address is Julie A. Simpson.

**ARTICLE 7. INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is one. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial director of the corporation is as follows:

Julie A. Simpson  
11409 Waterford Village Drive  
Fort Myers, FL 33913

**ARTICLE 8. INCORPORATORS**

The name and address of each incorporator is as follows:

Julie A. Simpson  
11409 Waterford Village Drive  
Fort Myers, FL 33913

The incorporator shall have no personal liability under any circumstances. The corporation shall indemnify the incorporator under all circumstances not prohibited by law.

**ARTICLE 9. AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE 10. INDEMNIFICATION**

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

**ARTICLE 11. RIGHTS OF INITIAL DIRECTORS**

Each of the initial directors shall have the right to be a director of the corporation as

long as that respective director is a shareholder of the corporation. By acquiring stock in this corporation, each shareholder agrees to abide by this right and to elect each of the initial directors named in these Articles of Incorporation to the office of director as long as the director is a shareholder of the corporation. This Article may not be amended in any way without the written consent of each of the initial directors who is a shareholder of the corporation at the time of the amendment.

#### **ARTICLE 12. BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the shareholders.

#### **ARTICLE 13. COMMENCEMENT OF CORPORATION EXISTENCE**

In accordance with Section 607.01401, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles Of Incorporation.

#### **ARTICLE 14. SHAREHOLDER QUORUM AND VOTING**

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares entitled to vote shall be an act of the shareholders.

#### **ARTICLE 15. DIRECTOR QUORUM AND VOTING**

A majority of all the directors of the corporation shall constitute a quorum at a meeting of the directors. If a quorum is present, the affirmative vote of a majority of all the directors of the corporation shall be an act of the Board of Directors.

#### **ARTICLE 16. DIVIDENDS**

Dividends may be paid to the shareholders.

#### **ARTICLE 17. INFORMAL SHAREHOLDER ACTION**

Any action of the shareholders may be taken without a meeting, if consent in writing setting forth the action so taken signed by all of the persons who are entitled to vote on such action at a meeting is filed with the secretary of the corporation as part of the corporate records.


**ARTICLE 18. INFORMAL DIRECTOR ACTION**

Any action of the Board of Directors may be taken without a meeting, if consent in writing setting forth the action so taken signed by all of the persons who are entitled to vote on such action at a meeting is filed with the secretary of the corporation as part of the corporate records.

**ARTICLE 19. SHAREHOLDER AGREEMENT**

The shareholders or subscribers to stock of this corporation shall be authorized to enter into any agreement between themselves and with the corporation abridging, limiting, restricting or changing the rights or interests of any one or more of the shareholders or subscribers of stock to sell, assign, mortgage, pledge, hypothecate, or transfer on the books of the corporation any and all of the corporation's shares of stock. A copy of the agreement shall be filed with the corporation and each certificate representing share(s) of stock shall state that it is subject to the terms of the agreement and the shares of stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and conditions of the agreement.

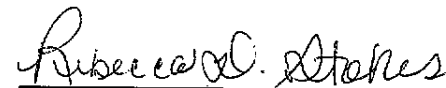
IN WITNESS WHEREOF the undersigned has signed these Articles of Incorporation on this 9<sup>th</sup> day of May, 2001.

  
Julie A. Simpson

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of May, 2001, by Julie A. Simpson.

Personally Known \_\_\_\_\_ OR Produced Identification ☒  
Type of Identification Produced drivers license

  
Notary Public  
Rebecca D. Stokes  
Printed Name

My commission expires

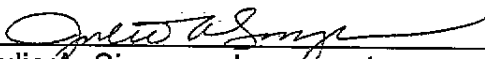


Rebecca D. Stokes  
MY COMMISSION # CC846473 EXPIRES  
June 14, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

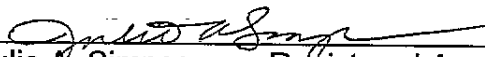
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0505, 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 is **LASKO, INC..**
2. The name of the registered agent is **Julie A. Simpson.**
3. The address of the registered agent and office is **11409 Waterford Village Drive, Fort Myers, FL 33913.**

  
\_\_\_\_\_  
Julie A. Simpson, Incorporator  
May 9, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR LASKO, INC., 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 607.0505, FLORIDA STATUTES.

  
\_\_\_\_\_  
Julie A. Simpson, as Registered Agent  
May 9, 2001

01 MAY 14 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA