

PO1000065950

TRANSMITTAL LETTER

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

FILED

01 JUL -2 PM 4:38

SECRETARY OF STATE
TALLAHASSEE FLORIDA

TOG II, INC

SUBJECT: _____
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

\$78.75
800004455938 -5
07/02/01 01047 005

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

ADDITIONAL COPY REQUIRED

FROM: _____
(Printed or typed)

W.C. LAMM
60 SIXTH AVENUE
VERO BEACH, FLORIDA 32962

City, State & Zip

Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF

T O G II, INC

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED INCORPORATOR to these Articles of Incorporation is a natural person competent to contract and form a corporation under the laws of the State of Florida and does certify that **T O G II, INC** has become a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this corporation is **T O G II, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III

The corporation shall have all of the powers given to it by the laws of the State of Florida, now or hereafter, and specific powers herein enumerated shall not be construed as limitation upon the powers of the corporation.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with a nominal or par of \$1.00.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation is in the State of Florida, County of **INDIAN RIVER, 60 SIXTH AVENUE, VERO BEACH, FLORIDA 32962**. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The names and address of the members of the first Board of Directors who will serve until the first annual meeting of shareholders or until the successor or successors are elected and shall qualify are:

**W.C. LAMM
60 SIXTH AVENUE
VERO BEACH, FLORIDA 32962**

ARTICLE VIII

The name and address of the Incorporator signing these Articles of Incorporation is:

**W.C. LAMM
60 SIXTH AVENUE
VERO BEACH, FLORIDA 32962**

ARTICLE IX

The officer(s) of this corporation shall be:

President: **W.C. LAMM**
60 SIXTH AVENUE
VERO BEACH, FLORIDA 32962

Secretary: **KENNETH D. OLSON**
1350 EAST FLAMINGO , UNIT # 724
LAS VEGAS, NV 89119

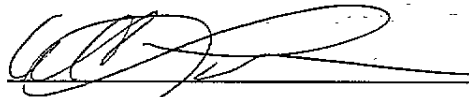
ARTICLE X

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 stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The registered agent of this corporation shall be **W.C. LAMM**, and the address of the registered office of this corporation shall be **60 SIXTH AVENUE, VERO BEACH, FLORIDA 32962**.

IN THE WITNESS WHEREOF, I have hereunto set my hand and seal this 28
day of June, 2001.



W.C. LAMM

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF REGISTERED AGENT

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act: **T O G II, INC**, desiring to form under the laws of the State of Florida, and who's principal office, as indicated in the Articles of Incorporation in the City of **VERO BEACH**, County of **INDIAN RIVER**, State of Florida, has named **W.C. LAMM**, located at **60 SIXTH AVENUE, VERO BEACH, FLORIDA 32962**, as its agent to accept service of process for the above-stated corporation, at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


W.C. LAMM, Registered Agent

**STATE OF FLORIDA)
COUNTY OF INDIAN RIVER)**

BEFORE ME, personally appeared **W.C. LAMM** who being first duly sworn and known to me to be the person who is named as the Incorporator of the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the county and state last aforesaid on this

28th day of June, 2001.

