

PO1000085818

TRANSMITTAL LETTER

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

SUBJECT:

ARTICLES OF INCORPORATION  
OF  
C & T MARKETING, INC.

600004539926--2  
-08/17/01--01039--025  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75.

THOMAS R. MCKEON  
11122 137TH STREET N  
LARGO, FLORIDA 33774-4135  
(727) 596-5967

FILED  
01 AUG 30 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK AUG 30 2001

1001-193129 (5)



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 21, 2001

THOMAS R MCKEON  
11122 137TH STREET N  
LARGO, FL 33774-4135

SUBJECT: C & T MARKETING, INC.  
Ref. Number: W01000019369

We have received your document for C & T MARKETING, 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 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) 245-6926.

Gina Bullock  
Document Specialist  
New Filing Section

Letter Number: 601A00047700

**ARTICLES OF INCORPORATION  
OF  
CUTO MARKETING, INC.**

THE UNDERSIGNED SUBSCRIBER, BEING A NATURAL PERSON COMPETENT TO CONTRACT UNDER THE LAWS OF THE STATE OF FLORIDA, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION IN COMPLIANCE WITH CHAPTER 607 AND CHAPTER 621, F.S.

**ARTICLE I  
NAME**

THE NAME OF THE CORPORATION SHALL BE:

**CUTO MARKETING, INC.**

**ARTICLE II  
PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

**300 S. Duncan Ave., #299  
Clearwater, FL 33755**

**ARTICLE III  
PURPOSES**

THIS CORPORATION IS AUTHORIZED TO CARRY ON ANY LAWFUL BUSINESS OR ENTERPRISE.

**ARTICLE IV  
SHARES**

THE CORPORATION IS AUTHORIZED TO ISSUE 10,000 SHARES, EACH WITHOUT PAR VALUE, SUCH SHARES ARE NON-ASSESSABLE.

**ARTICLE V  
INITIAL OFFICER**

**CURTIS A. HOLMES, PRESIDENT  
300 S. DUNCAN AVE., #299  
CLEARWATER, FL 33755**

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TALLAHASSEE, FLORIDA**

ARTICLES VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

THOMAS R. MCKEON  
11122 137TH N.  
LARGO, FLORIDA 33774-4135

ARTICLE VII  
INCORPORATOR

CURTIS A. HOLMES  
300 S. DUNCAN AVE., #299  
CLEARWATER, FL 33755

ARTICLE VIII  
INDEMNITY

THE CORPORATION SHALL INDEMNIFY ITS DIRECTORS AND OFFICERS AS FOLLOWS:

A. EVERY DIRECTOR OR OFFICER OF THE CORPORATION SHALL BE INDEMNIFIED BY THE CORPORATION AGAINST ALL EXPENSES AND LIABILITIES, INCLUDING COUNSEL FEES, REASONABLY INCURRED BY OR IMPOSED UPON HIM OR HER IN CONNECTION WITH ANY PROCEEDING TO WHICH HE OR SHE MAY BE MADE A PARTY, OR IN WHICH HE OR SHE MAY BECOME INVOLVED, BY REASON OF HIS OR HER BEING OR HAVING BEEN A DIRECTOR, OFFICER, OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, OR AGENT OF THE CORPORATION, OR ANY SETTLEMENT THEREOF, WHETHER OR NOT HE OR SHE IS A DIRECTOR, OFFICER, OR AGENT AT THE TIME SUCH EXPENSES ARE INCURRED, EXCEPT IN SUCH CASES WHEREIN THE DIRECTOR, OFFICER, OR AGENT IS ADJUDGED GUILTY OF WILLFUL MISFEASANCE OR MALFEASANCE IN THE PERFORMANCE OF DUTIES; PROVIDED THAT IN THE EVENT OF A SETTLEMENT THE INDEMNIFICATION HEREIN SHALL APPLY ONLY WHEN THE BOARD OF DIRECTORS APPROVES SUCH SETTLEMENT AND REIMBURSEMENT AS BEING FOR THE BEST INTERESTS OF THE CORPORATION.

B. THE CORPORATION SHALL INDEMNIFY ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER, OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS DIRECTOR, OFFICER, OR AGENT OF THE CORPORATION, AGAINST EXPENSES OF SUIT, LITIGATION OR OTHER PROCEEDINGS WHICH IS SPECIFICALLY PERMISSIBLE UNDER APPLICABLE LAW.

C. THE BOARD OF DIRECTORS MAY, IN IT'S DISCRETION, DIRECT THE PURCHASE OF LIABILITY INSURANCE BY WAY OF IMPLEMENTING THE PROVISIONS OF THIS ARTICLE.

**ARTICLE IX**  
**ELIMINATING PERSONAL LIABILITY**

OFFICERS AND DIRECTORS SHALL HAVE NO PERSONAL LIABILITY TO THE CORPORATION OR ITS STOCKHOLDERS FOR DAMAGES FOR BREACH OF FIDUCIARY DUTY AS AN OFFICER OR DIRECTOR. THIS PROVISION DOES NOT ELIMINATE OR LIMIT THE LIABILITY OF AN OFFICER OR DIRECTOR FOR ACTS OR OMISSIONS WHICH INVOLVE INTENTIONAL MISCONDUCT, FRAUD OR A KNOWING VIOLATION OF LAW OR THE PAYMENT OF DIVIDENDS IN VIOLATION OF THE FLORIDA BUSINESS CORPORATION ACT, CHAPTER 607 F.S.

**ARTICLE X**  
**PERIOD OF EXISTENCE**

THE PERIOD OF EXISTENCE OF THIS CORPORATION SHALL BE PERPETUAL.

**ARTICLE XI**  
**AMENDMENTS OF ARTICLES OF INCORPORATION**

THE ARTICLES OF INCORPORATION OF THE CORPORATION MAY BE FROM TIME TO TIME BY A MAJORITY VOTE OF ALL SHAREHOLDERS VOTING BY WRITTEN BALLOT IN PERSON OR BY PROXY HELD AT ANY GENERAL OR SPECIAL MEETING OF THE SHAREHOLDERS UPON LAWFUL NOTICE.

*Having been named as registered agent and 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.*

  
Thomas R. McKeon, Registered Agent

August 14, 2001

  
Curtis A. Holmes, Incorporator

August 14, 2001