



# P010000098727

ACCOUNT NO. : 072100000032

REFERENCE : 872736 7150739

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 10, 2001

ORDER TIME : 12:03 PM

ORDER NO. : 872736-005

CUSTOMER NO: 7150739

CUSTOMER: Ms. Penny R. Kocarek  
Penland Ventures  
Incorporated  
Suite 695  
4830 West Kennedy Boulevard  
Tampa, FL 33609-2562

100004630321--9  
-10/10/01--01049--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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01 OCT 10 PM 1:55

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

PENLAND VENTURES, INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2001 OCT 10 PM 2:50

FILED

10/10/01

# PenLand Ventures, Incorporated

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

October 9, 2001

State of Florida  
Department of State  
Corporate Division  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: PenLand Ventures, Incorporated

To Whom It May Concern:

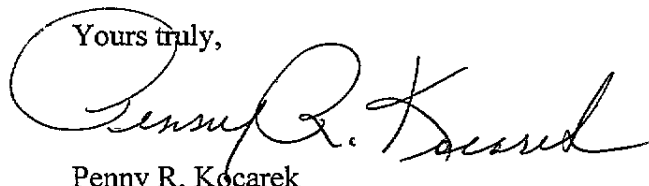
Enclosed is an original and one copy of the articles of incorporation for the above corporation.  
Please file the original in your offices and certify and return one copy to me.

I am enclosing my check in the amount of \$78.75, covering:

Filing	\$ 70.00
Certified Copy	<u>8.75</u>
Check Enclosed	\$ 78.75

If you have any questions, please do not hesitate to call me on (813) 282-8834.

Yours truly,



Penny R. Kocarek

Enclosures

**FILED**

**ARTICLES OF INCORPORATION**

2001 OCT 10 PM 2:50

**OF**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**PenLand Ventures, Incorporated**

The undersigned subscribers to these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of this corporation is PenLand Ventures, Incorporated

**ARTICLE II. NATURE OF BUSINESS**

(a) To engage in every aspect and phase of business of business development and to engage in every aspect and phase of related businesses.

(b) To engage in every aspect and phase of investing and reinvesting in real, tangible and intangible property.

(c) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class kind, and description; except that it is not to conduct a banking, safe deposit, trust, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair or exposition.

(d) To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) The foregoing clauses shall be construed both as purposes and power; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors.

### ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE V. ADDRESS

The street address of the principal and initial registered office of the corporation in the State of Florida is 4830 West Kennedy Boulevard, Suite 695, Tampa, Florida 33609. The board of directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other places or places as may be designated by the board of directors.

### ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or

diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors and offices, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in exercise such other powers of the corporation as are not inconsistent with these articles or with any bylaws that may be adopted by the stockholders.

#### ARTICLE VIII. ORIGINAL DIRECTORS

The name and address of the members of the first board of directors are:

Name	Address
Roland A. Harris	4830 West Kennedy Boulevard Suite 695 Tampa, Florida 33609
Penny R. Kocarek	4830 West Kennedy Boulevard Suite 695 Tampa, Florida 33609

#### ARTICLE IX. SUBSCRIBERS

The name and street address of the subscribers to these articles of incorporation is:

Name	Address
Roland A. Harris	4830 West Kennedy Boulevard Suite 695 Tampa, Florida 33609
Penny R. Kocarek	4830 West Kennedy Boulevard Suite 695 Tampa, Florida 33609

The subscribers of these articles of incorporation hereby assign to this corporation their rights under Section 607, Florida Statutes, to constitute a corporation, and they hereby assign to those persons designated by the board of

directors any rights they may have as subscribers to acquire any of the capital stock of this corporation, these assignments becoming effective when these articles of incorporation have been filed with and approved by the Secretary of State of Florida, and the filing fee and filing tax paid to that official.

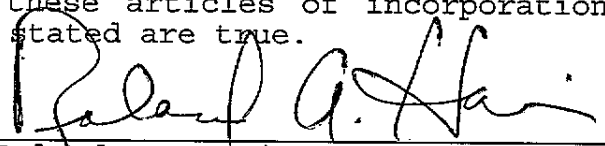
#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. Each amendment submitted to the stockholders for approval must be approved to a stockholders' meeting by a majority of the stock entitle to vote thereon.

#### ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

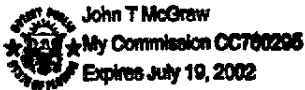
The corporation hereby designates as its registered office, 4830 West Kennedy Boulevard, Suite 695, Tampa, Florida 33609 and as its registered agent, Penny R. Kocarek, who is located at the same address for service of process.


IN WITNESS WHEREOF, the undersigned subscribers, have hereunto set their hands and seals this 5 day of OCTOBER, 2001, for the purpose of forming this corporation under the laws of the State of Florida, and they hereby make and file in the office of the Secretary of State of the State of Florida, these articles of incorporation, and certify that the facts stated are true.

  
\_\_\_\_\_  
Roland A. Harris  
Subscriber

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH


THE FOREGOING instrument was acknowledged before me this 5<sup>th</sup> day of OCTOBER, 2001, by ROLAND A. HARRIS who is personally known to me to be the persons described as subscribers in and who executed the foregoing articles of incorporation and acknowledged before me that they subscribed to these articles of incorporation.



  
\_\_\_\_\_  
Notary Public, State of Florida  
At Large (affix notarial seal)

**ACCEPTANCE BY REGISTERING AGENT**

Having been named 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 provision of said act relative to keeping open said office.

  
\_\_\_\_\_  
Penny R. Kocarek  
Registered Agent

**FILED**  
2001 OCT 10 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA