

PO20000/8578

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

SUBJECT: H. S. WAGONER, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400004864264--5
-02/04/02--01062--003
*****70.00 *****70.00

Enclosed are 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 of
Status
ADDITIONAL COPY REQUIRED

FROM: HAROLD SCOTT WAGONER
Name (Printed or typed)

3515 FAIRVIEW DR.
Address

SARASOTA, FL 34239
City, State & Zip

941-923-0923
Daytime Telephone number

EFFECTIVE DATE
2-11-02

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

W/O 2-3783

BR 2/19



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 2002

HAROLD SCOTT WAGGONER
3515 FIARVIEW DRIVE
SARASOTA, FL 34239

SUBJECT: H.S. WAGGONER, INC.
Ref. Number: W02000003783

We have received your document for H.S. WAGGONER, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 502A00007937

**ARTICLES OF INCORPORATION
OF
H.S. WAGGONER, INC.**

The undersigned subscriber to the articles of incorporation, HAROLD SCOTT WAGGONER, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I
Name

EFFECTIVE DATE
2-11-02

The name of this corporation is H.S. WAGGONER, INC. The mailing address of the corporation is: 3905 S. Shade Ave., Suite A, Sarasota, FL 34241.

ARTICLE II
Term of Existence

The date when corporate existence shall commence shall be the date of subscription and acknowledgment of these articles and the corporation shall have perpetual existence thereafter.

ARTICLE III
Nature of Business

The corporation is organized to engage in any and all lawful businesses.

ARTICLE IV
Powers

The corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

- (g) To purchase, take receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with shares or other interests in, or obligations or other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.
- (m) To make donations for the public welfare or for charitable scientific or educational purposes.
- (n) To transact any lawful business, which the board of directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of the directors, officers, and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to affect its purposes.

ARTICLE V

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of no par value common stock, which may be fractional shares. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered agent office of this corporation shall be Lancaster & Eure, 711 North Washington Blvd., Sarasota, Florida 34236 and the name of its initial registered agent at such an address is ALEX LANCASTER.

ARTICLE VII

Directors

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the board of directors, but any amendment to the bylaws which either increase or decrease the number of directors shall be ratified by holders of a majority of the outstanding shares of stock of the corporation, provided that the corporation shall always have at least one director. The name and street address of the initial director of this corporation, who shall serve until successors are duly elected and qualified, is:

Name

HAROLD SCOTT WAGGONER

Address

3905 S. Shade Ave., Suite A
Sarasota, FL 34231

ARTICLE VIII

Subscribers

The name and street address of the incorporator signing these articles of incorporation is:

Name

HAROLD SCOTT WAGGONER

Address

3905 S. Shade Ave., Suite A
Sarasota, FL 34231

ARTICLE IX

Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation.

ARTICLE X

Indemnification

The corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

ARTICLE XI

Preemptive Rights

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any un-issued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to acquire such shares, which may be issued at any time by the corporation.

ARTICLE XII
Removal of Directors

The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XIII
Amendment

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber, HAROLD SCOTT WAGGONER has executed these articles of incorporation on FEB, 11, 2002.


HAROLD SCOTT WAGGONER

STATE OF FLORIDA
COUNTY OF SARASOTA

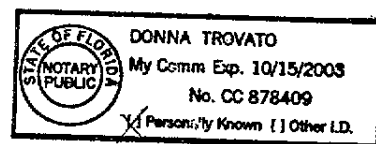
The foregoing instrument was acknowledged before me on Feb. 11, 2002.

by HAROLD SCOTT WAGGONER


Notary Public

Personally Known X OR Produced Identification _____

Type of Identification _____



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

Pursuant to the provisions of section 607.0501, 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: **H.S. WAGGONER, INC.**
2. The name and address of the registered agent and office is:

Lancaster & Eure
c/o Alex Lancaster
711 North Washington Blvd., Sarasota, Florida 34236

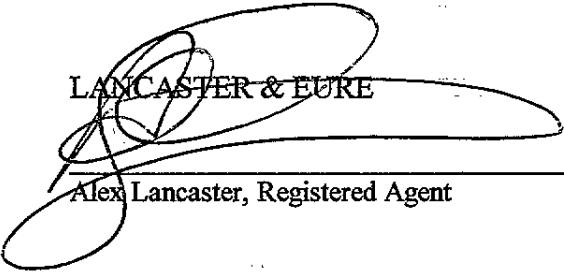
February 11, 2002.


LANCASTER & EURE

Alex Lancaster, Registered Agent

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREB ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

February 11, 2002.


LANCASTER & EURE

Alex Lancaster, Registered Agent