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TRANSMITTAL LETTER

FILED
02 MAR 26 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-03/26/02--01025--003
*****78.75 *****78.75

SUBJECT: WALKER RENAISSANCE II, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: ROBERT M. WALKER
Name (Printed or typed)

3932 APPLGATE CIRCLE
Address

BRANDON, FLORIDA 33511
City, State & Zip

850-339-1349
Daytime Telephone number

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

OK 4/2

ARTICLES OF INCORPORATION
OF
WALKER RENAISSANCE II, Inc.

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I, the undersigned, a natural person of the age of twenty one years or more acting as the incorporator of a corporation (hereinafter called the "Corporation") in compliance with Chapter 607 and/or Chapter 621, F.S. (profit), do hereby adopt the following Articles of Incorporation for the Corporation:

ARTICLE I NAME

The name of the Corporation is Walker Renaissance II, Inc.

ARTICLE II PRINCIPAL OFFICE

The address of the initial registered office of the Corporation is 3932 Applegate Circle, Brandon, FL 33511.

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is to engage in the transaction of any and all lawful businesses for which corporations may be incorporated under Florida State Law.

ARTICLE IV SHARES

The aggregate number of shares of capital stock which the Corporation shall have authority to issue is 10,000, par value \$0.001 per share, designated Common Stock. Each share of such Common Stock shall have identical rights and privileges in every respect.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The number of directors constituting the initial Board of Directors is two (2) and the name, title and address of each person who is to serve as director until the first annual meeting of shareholders and until such director's successor is elected and qualified or, if earlier, until such director's death, resignation or removal as director, as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Robert M. Walker	President and CEO	3932 Applegate Circle Brandon, Florida 33511
Marsha K. Walker	Vice-President	3932 Applegate Circle Brandon, Florida 33511

ARTICLE VI REGISTERED AGENT

The name and street address of the registered agent is:

<u>Name</u>	<u>Address</u>
Robert M. Walker	3932 Applegate Circle Brandon, Florida 33511.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Robert M. Walker	3932 Applegate Circle Brandon, Florida 33511

ARTICLE VIII PREEMPTIVE RIGHTS

No holder of any shares of capital stock of the Corporation, whether now or hereafter authorized, shall, as such holder, have any preemptive or preferential right to receive, purchase, or subscribe to (a) any unissued or treasury shares of any class of stock (whether now or hereafter authorized) of the Corporation, (b) any obligations, evidences of indebtedness, or other securities of the Corporation convertible into or exchangeable for, or carrying or accompanied by any rights to receive, purchase or subscribe to, any such unissued or treasury shares, (c) any right of subscription to or to receive, or any warrant of option for the purchase of, any of the foregoing securities, or (d) any other securities that may be issued or sold by the Corporation.

ARTICLE IX CUMULATIVE VOTING

Cumulative voting for the election of directors is expressly denied and prohibited.

ARTICLE X SHAREHOLDER VOTING

Directors of the Corporation shall be elected by a majority of the votes cast by the holders of shares entitled to vote in the election of directors of the Corporation, represented in person or by proxy, at a meeting of shareholders at which a quorum is present.

ARTICLE XII LIABILITY OF DIRECTORS

To the fullest extent permitted by applicable law, a director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except that this Article XII does not eliminate or limit the liability of a director of the Corporation to the extent the director is found liable for:

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- (a) a breach of the director's duty of loyalty to the Corporation or its shareholders;
 - (b) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;
 - (c) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or
 - (d) an act or omission for which the liability of a director is expressly provided by an applicable statute.

ARTICLE XIII INDEMNIFICATION

The Corporation shall have the power and authority to indemnify any person to the fullest extent permitted by law.

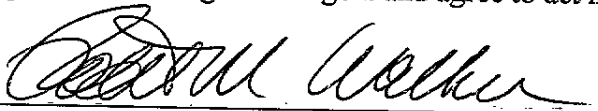
ARTICLE XIV SHAREHOLDER ACTION WITHOUT MEETING

Any action to be taken at any annual or special meeting of shareholders or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.


Prompt notice of the taking of any action by shareholders without a meeting by less than unanimous written consent shall be given to those shareholders who did not consent in writing to the action.

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Having been named as registered agent to accept 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.


Signature/Registered Agent

13 Mar 2002
Date


Signature/Incorporator

13 Mar 2002
Date