

P02000046283

TRANSMITTAL LETTER

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

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-04/25/02--01010-001
*****87.50 *****87.50

SUBJECT: PITBULL, 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:

Brian J. Campbell
5500 - 86th Avenue North
Pinellas Park, Florida 33782

Telephone: 727-545-4796

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR 24 AM 8:19

FILED

EFFECTIVE DATE
04-22-02

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

gr 4/29

**ARTICLES OF INCORPORATION
OF
PITBULL, INC.**

FILED
02 APR 24 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation

ARTICLE I

CORPORATE NAME

The name of the corporation is **PITBULL, INC.**

ARTICLE II

PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the initial principal office of the corporation is as follows:

5500 – 86th Avenue North
Pinellas Park, Florida 33782

ARTICLE III

TERM OF EXISTENCE; EFFECTIVE DATE

The period of its existence shall be perpetual and its effective date is the date these Articles have been signed.

EFFECTIVE DATE
04-22-02

ARTICLE IV

PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue one thousand (1000) shares, all of one class, at \$0.01 par value.

ARTICLE VI

INITIAL OFFICERS/DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of the corporation is:

Brian J. Campbell
5500 – 86th Avenue North
Pinellas Park, Florida 33782

ARTICLE VII

INITIAL REGISTERED AGENT

The name and address of the initial registered agent and office of the corporation are as follows:

Brian J. Campbell
5500 – 86th Avenue North
Pinellas Park, Florida 33782

The Registered Agent of the corporation may be changed at any time by a vote of the Board of Directors without an amendment of these Articles. The Board of Directors may from time to time, without amending these Articles, move the principal office to any other address within the State of Florida.

ARTICLE VIII

INCORPORATOR

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

Brian J. Campbell
5500 – 86th Avenue North
Pinellas Park, Florida 33782

ARTICLE IX

AMENDMENT OF BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE X

INDEMNIFICATION

The corporation may be empowered by resolution of the Board of Directors to indemnify any former officer or director, in the manner set out and provided for in the Bylaws of the corporation, pursuant to the provisions of Section 607.0890 of the Florida Statutes, as amended. Any person made a party to any action, suit or proceeding by reason of the fact

that he is or was a director, officer or employee of the corporation or any corporation in which he served as such at the request of the corporation, shall be indemnified by the corporation against the reasonable expenses, including attorney's fees actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, except in relation to matters as to which it shall be judged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer, director or employee may be entitled apart from the provisions of this section.

ARTICLE XI

AMENDMENT OF ARTICLES

The power to amend these Articles of Incorporation shall be vested in the Board of Directors.

ARTICLE XII

TELEPHONE MEETINGS

Members of the Board of Directors or the Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XIII

DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present.

ARTICLE XIV

DIRECTOR CONFLICT OF INTEREST

- A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:
 - 1. If the fact of such com on directorship, officership or financial interest is disclosed or known to the Board and the Board approves such contract or transaction by vote sufficient for such purpose;

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 agent of said corporation in the State of Florida.

1. The name of the corporation is: **PITBULL, INC.**
2. The name and address of the registered agent is:

**BRIAN J. CAMPBELL
5500 - 86TH AVENUE NORTH
PINELLAS PARK, FLORIDA 33782**

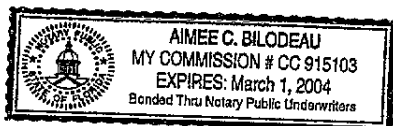
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Brian J. Campbell
Brian J. Campbell

Dated: April 22, 2002

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared on the 22nd day of April, 2002, Brian J. Campbell, who has produced DL# C514-070-81-374-0 and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.



Aimee C. Bilodeau
Notary Public
State of Florida
Commission Number: CC 915103
My commission expires: March 1, 2004

FILED
02 APR 24 AM 8:19
CLERK OF STATE
TALLAHASSEE, FLORIDA

2. If such common directorship, officership or financial interest is disclosed or know to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders or;
 3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board, a committee or the Shareholders approve it.
- B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which approves such.

ARTICLE XV

INFORMAL ACTION OF SHAREHOLDERS

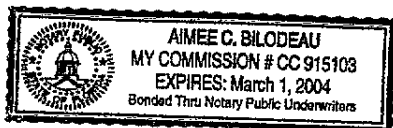
Any action of the shareholders may be taken without a meeting if consent in writing setting forth the actions so taken shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, and filed with the Secretary of the corporation as part of the corporate records.

IN WITNESS WHEREOF, the undersigned Incorporator has executed and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22nd day of April, 2002.

Brian J. Campbell
Brian J. Campbell, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared on the 22nd day of April, 2002, Brian J. Campbell, who has produced DL# C514-070-81-374-0 and who acknowledged to and before me that he executed the foregoing Articles of Incorporation as Incorporator.



Aimee C. Bilodeau
Notary Public
State of Florida
Commission Number: CC915103
My commission expires: March 1, 2004

**RESOLUTION
OF
PITBULL, INC.
a Florida Corporation**


RESOLVED, that the corporation elects "S-Corporation" status for tax purposes under the Internal Revenue Code and that the officers of the corporation are directed to file IRS Form 2553 and to take any further action necessary for the corporation to qualify for S-corporation status.

Shareholders' Consent

The undersigned shareholders being all of the shareholders of the above corporation, a Florida corporation, hereby consent to the election of the corporation to obtain S-corporation status.

Name and Address of Shareholder	Shares Owned	Date Acquired
Brian J. Campbell 5500 - 86 th Avenue North Pinellas Park, Florida 33782	1000	04/22/02

Date: 04/22/02



Brian J. Campbell