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TRANSMITTAL LETTER

FILED

02 JUN 12 PM 2:57

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

SUBJECT: Rome Industries, Inc.
(Proposed corporate name - must include suffix)

700005728277--7

-06/10/02--01042--009

*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: John Villante, President
Name (Printed or typed)

392 W. Osceola Street
Address

Clermont, FL 34711
City, State & Zip

352 - 314 - 2971
Daytime Telephone number

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

VL
6/12/02

ARTICLES OF INCORPORATION

OF

ROME INDUSTRIES, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

ARTICLE I
NAME

The name of the corporation is Rome Industries, Inc., 392 West Osceola Street, Clermont, FL 34711.

ARTICLE II
GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 60,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall begin its existence on the day these Articles of Incorporation are filed with the Secretary of State of the State of Florida, and shall exist perpetually.

ARTICLE V
ADDRESS OF INITIAL REGISTERED OFFICE AND
NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address are:

John M. Villante
392 West Osceola Street
Clermont, FL 34711

ARTICLE VI
DIRECTORS

The initial Board of Directors shall consist of two (2) members. A member of the Board of Directors need not be a resident of the State of Florida or a shareholder of the corporation.

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors have been elected and qualified are as follows:

John M. Villante
392 West Osceola Street
Clermont, FL 34711

William J. Villante
392 West Osceola Street
Clermont, FL 34711

ARTICLE VII **OFFICERS**

The name and address of each of the officers of the corporation are:

PRESIDENT, TREASURER	John M. Villante 392 West Osceola Street Clermont, FL 34711
VICE PRESIDENT	William J. Villante 392 West Osceola Street Clermont, FL 34711
SECRETARY	John G. Villante 5435 Coconut Boulevard Royal Palm Beach, FL 33411

ARTICLE VIII **INCORPORATORS**

The name and address of each of the incorporators and the number of shares of stock which each shall take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
John M. Villante	392 West Osceola Street Clermont, FL 34711	50
William J. Villante	392 West Osceola Street Clermont, FL 34711	50

ARTICLE IX **RESTRICTION ON TRANSFER**

The transfer of any share of stock of this corporation shall be restricted and each stock certificate shall bear the notice of restriction in a conspicuous place.

The restriction shall read as follows:

"The shares of stock evidenced by this certificate may not be transferred, pledged, assigned, or encumbered except in accordance with the terms of the Buy-Sell Agreement, a copy of which is on deposit and maintained in the corporate book."

ARTICLE X **AMENDMENT**

The Articles of Incorporation may be amended in the manner provided by law.

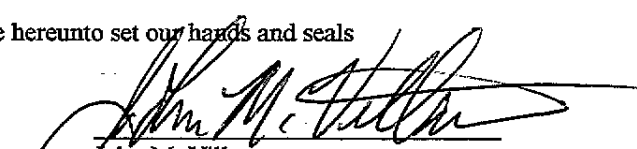
ARTICLE XI **BYLAWS**

The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.

ARTICLE XII **INDEMNIFICATION**

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 6th day of JUNE



John M. Villante

William L. Villante

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

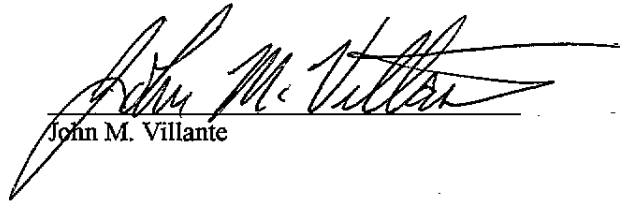
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I hereby accept to act as initial Registered Agent for Rome Industries, Inc. as stated in these
Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: 6-6-02


John M. Villante