

Division of Corporations

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# P02000106920

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : EUGENE A. WIECHENS, P.A.  
Account Number : I20010000161  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**BOGNER FINANCIAL SECURITIES, P.A.**

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

**ARTICLES OF INCORPORATION**

of

***Bogner Financial Securities, P.A.***

The undersigned incorporator is a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME & LOCATION:** The name of this corporation shall be Bogner Financial Securities, P.A. The initial and principal office of the Corporation is 11549 N. U.S. Highway 301, Oxford, Florida 34484.

**ARTICLE II**

**DURATION:** This corporation shall have a perpetual existence.

**ARTICLE III**

**PURPOSE:** This corporation is organized for the purpose of transacting any and all lawful business, especially the counseling, advising, and assisting with investment transactions.

**ARTICLE IV**

**CAPITAL STOCK:** The total number of shares of stock which the corporation shall have to issue is 1,000 shares of common stock, with a par value of \$1.00 per share. The total number of authorized shares shall have an aggregate par value of \$1,000.00. Each share of authorized stock which is initially sold shall be fully paid for before the corporation begins transaction of business.

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**ARTICLE V**

**NAME, ADDRESS, & CONSENT OF INITIAL, REGISTERED AGENT:** The name and address of the initial registered agent of the corporation is Russell W. LaPeer, 445 N.E. 8th Avenue, Ocala, Florida 34470.

In witness whereof, the undersigned registered agent hereby consents to and accepts such designation on this 2d day of October, 2002.

Russell W. LaPeer  
Russell W. LaPeer, Registered Agent

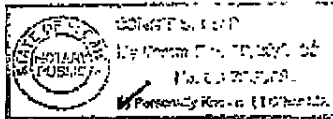
STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Russell W. LaPeer, as Registered Agent, to me well known, and acknowledged before me that she freely, knowingly, and voluntarily executed this acceptance and consent to be Registered Agent.

WITNESS my hand and official seal this 2nd day of October, 2002.

SEAL/STAMP



Connie S. Leap CC 786565  
Name & commission number of notary

**ARTICLE VI**

**BOARD OF DIRECTORS:** The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than five members as provided by the Bylaws of the Corporation, said Board to be elected by the stockholders

of the Corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous vote or written agreement of all the stockholders of the Corporation, the Board of Directors may be divested of its power to manage and control this Corporation, and said power shall become vested in the shareholders of the Corporation, until such time as a new Board of Directors has been elected by the shareholders. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable state law, until a new Board of Directors has been elected by the shareholders. The names and addresses of the first Board of Directors are:

Charon M. Bogner, 11549 N. U.S. Highway 301, Oxford, Florida 34484

Until the first meeting of stockholders, management and control of this Corporation shall be vested in the above Board composed of the above named director(s). This/these director(s) shall hold office until his/their successor(s) is/are duly elected and qualified.

#### ARTICLE VII

**OFFICERS:** The Board of Directors shall, at its initial meeting, elect a President, Vice President, Treasurer and Secretary, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following persons shall hold the below-designated offices until his successors are elected and qualified:

President-Vice President

Charon M. Bogner

Secretary-Treasurer

Charon M. Bogner

**ARTICLE VIII**

**INCORPORATOR:** The name and address of the incorporator of the corporation is Charon Marie Bogner,

**ARTICLE IX**

**AUTHORITY TO INCREASE CAPITAL STOCK:** The capital stock authorized may be increased by 75% vote of the stockholders at any regular or special meeting called for that purpose by the adoption of an amendment to these articles.

**ARTICLE X**

**SECTION 1244 ELECTION:** The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

**ARTICLE XI**

**BY-LAWS:** The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

**ARTICLE XII**

**AMENDMENT:** The power to amend these articles shall be held exclusively by the stockholders. An amendment hereto shall required a 75% vote of all outstanding stock.

**ARTICLE XIII**

**SUBCHAPTER S CORPORATION:** This corporation shall be qualified and treated as a corporation organized, existing, and authorized under §§ 1361-79 (subchapter S) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation on this 3<sup>rd</sup> day of October, 2002.

Charon Marie Bogner  
Charon Marie Bogner, Incorporator

Eugene A. Wiechens  
Witness Eugene A. Wiechens

Patti A. Nameth  
Witness Patti A. Nameth

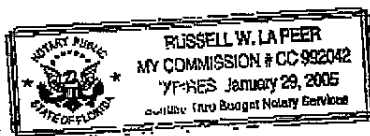
STATE OF FLORIDA

COUNTY OF MARION

Before me, the undersigned authority, personally appeared Charon Marie Bogner, as Incorporator, to me well known as the person described in and who acknowledged before me that she executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 3<sup>d</sup> day of October, 2002.

SEAL/STAMP



Russell W. LaPeer  
Name & commission number of Notary

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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