

**PD2000112543**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 OCT 18 PM 1:04

Requester's Name

Address

MARSHALL INVESTMENT AND TAX CENTER, INC.  
111 W OLYMPIA AVE  
PUNTA GORDA, FL 33950

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

800008245428--3  
-10/08/02--01007--011  
\*\*\*\*140.00 \*\*\*\*\*70.00

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

W0229115

5

Examiner's Initials *Daw*

10-18-02



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 8, 2002

MARSHALL INVESTMENT AND TAX CENTER, INC.  
111 W OLYMPIA AVE  
PUNTA GORDA, FL 33950

SUBJECT: MILLARD ENTERPRISES, INC.  
Ref. Number: W02000029115

We have received your document for MILLARD ENTERPRISES, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 502A00056393

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 OCT 18 PM 1:04

**ARTICLES OF INCORPORATION  
OF  
MILLARD ENTERPRISES OF SOUTH FLORIDA, INC.**

**ARTICLE I. NAME**

The name of this Corporation shall be: **MILLARD ENTERPRISES OF SOUTH FLORIDA, INC.**

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this Corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Department of Corporations. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This Corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

**ARTICLE IV. CAPITAL STOCK**

This Corporation shall have the authority to issue ONE HUNDRED (100) shares of Capital Stock at ONE DOLLAR (\$1.00) par value.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this Corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a *pro rata* share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen (15) days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

These shares are held subject to certain transfer restrictions imposed by this Corporation's Articles of Incorporation, a copy of which is on file at this Corporation's principal office.

#### **ARTICLE VII. INITIAL OFFICERS**

The number of Directors of this Corporation's initial Board of Directors shall be TWO (2). The number of officers may be increased or decreased from time to time, as provided in this Corporation's Bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the initial officers are:

President/Secretary/ Treasurer/Director	<b>WESLEY MILLARD</b> 27180 Tierra Del Fuego Punta Gorda, Florida 33983
--	---

Vice President	<b>JOHN MILLARD</b> 27180 Tierra Del Fuego Punta Gorda, Florida 33983
----------------	---

#### **ARTICLE VIII. INDEMNIFICATION**

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### **ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this Corporation's initial principal office shall be:

**27180 Tierra Del Fuego, Punta Gorda, Florida 33983**

and the physical address of this Corporation's initial registered office shall be:

**22212 Montrose Avenue, Port Charlotte, Florida 33952**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 OCT 18 PM 4:04

The name of the individual who shall serve as this Corporation's initial Registered Agent that address is:

**JAMES R. MATTHEW**

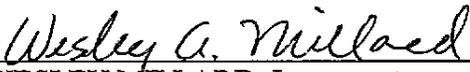
**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this Corporation's Incorporator is:

**WESLEY MILLARD  
27180 Tierra Del Fuego, Punta Gorda, Florida 33983**

**ARTICLE XI. AMENDMENT**

This Corporation reserves the right to amend or repeal any provision in this Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
WESLEY MILLARD, Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

I hereby accept my designation as Registered Agent and agree to serve as the Registered Agent of MILLARD ENTERPRISES OF SOUTH FLORIDA, INC. I hereby state that I am familiar with and accept the duties and responsibilities as Registered Agent for MILLARD ENTERPRISES OF SOUTH FLORIDA, INC.

  
JAMES R. MATTHEW, Registered Agent