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(Requestor's Name)

Venture One Inc.  
106 Fieldstone Dr.  
Venice, FL 34292

(City/State/Zip/Phone #)

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(Business Entity Name)

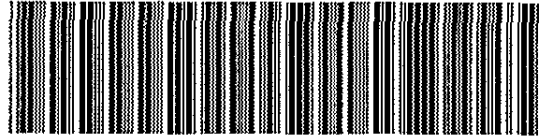
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nu 10/29

ARTICLES OF INCORPORATION

OF

VENTURE ONE INC.

FILED

02 OCT 25 AM 9:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I – NAME

The name of the Corporation shall be VENTURE ONE INC.

ARTICLE II – PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV – CAPITAL STOCK

The authorized capital stock of the Corporation shall be 1,000,000 shares of Common Stock having a par value of \$.001 per share; provided that shares of the Common Stock held by directors and officers elected by the Board of Directors of the Corporation shall be entitled to one vote per share on all matters on which stockholders are entitled to vote including election of directors, and the balance of shares held by

persons who are not directors or officers elected by the Board of Directors of the Corporation shall not be entitled to vote on any such matters except that they are entitled to one vote per share only on those matters regarding the disposition of substantially all of the assets of the Corporation, merger, consolidation or other matters which may adversely affect such stockholders.

#### ARTICLE V – BOARD OF DIRECTORS

Section 1. A Board of Directors, the members of which shall be hereinafter referred to as Directors, shall manage the business and affairs of the Corporation.

Section 2. The initial Board of Directors of the Corporation shall consist of (3) Directors, whose names and address are as follows:

<u>Name</u>	<u>Address</u>
Daniel R. Olson	106 Fieldstone Drive Venice, FL 34292
Donald M. Nodholm	5643 Monte Rosso Rd. Sarasota, FL 34243
E. Paul Hansen	8866 Esteponia Ct. Sarasota, FL 34238

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided by the Bylaws.

#### ARTICLE VI – BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group, provided, however, that any Bylaw adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

#### ARTICLE VII – AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

#### ARTICLE VIII – REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 5643 Monte Rosso Rd., Sarasota, FL 34243. The principal office of the Corporation is also located at 5643 Monte Rosso Rd., Sarasota, FL 34243.

Section 2. The name of the initial Registered Agent of the Corporation located at said address shall be Daniel R. Olson.

#### ARTICLE X – INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Daniel R. Olson	106 Fieldstone Drive Venice, FL 34292

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on the 21<sup>st</sup> day of October 2002.

  
DANIEL R. OLSON

ACCEPTANCE

I hereby accept to act as initial Registered Agent for VENTURE ONE INC., as stated in these Articles of Incorporation.

  
DANIEL R. OLSON

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