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T. SMITH NOV 20 2002

W02 33340

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Reference:
(Sub Account)

Date:

11/22/02

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Kim Pullen, CLA (x261)

Corporation Name:

Annette Without Walls, Inc

Entity Number:

Authorization:

Kim Pullen

☐ Certified Copy

☐ New Filings

☐ Fictitious Name

☒ Plain Stamped Copy

☐ Amendments

☐ Certificate of Status

☐ Annual Report

☐ Registration

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(X) Walk In

() Will Wait

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Client: 22611 Matter: 12284

Name: Mike Nolan Office: TPA



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 22, 2002

CARLTON FIELDS

SUBJECT: ANNETTEWITHOUTWALLS, INC.
Ref. Number: W02000033340

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02 NOV 25 PM 3:54
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 802A00063214

**ARTICLES OF INCORPORATION
OF
ANNETTEWITHOUTWALLS, INC.**

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
Name**

The name of the corporation is **AnnetteWithoutWalls, Inc.** (the "Corporation").

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office is 14605 Oak Vine Drive, Lutz, Florida 33559, and the Corporation's mailing address is the same.

**ARTICLE III
Shares**

The Corporation shall have authority to issue 1000 common shares with a par value of \$1.00 per share.

**ARTICLE IV
Initial Registered Agent and Office**

The street address of the Corporation's initial registered office is 14605 Oak Vine Drive, Lutz, Florida 33559, and the name of the Corporation's initial registered agent at that address is Henry P. Powers.

**ARTICLE V
Incorporator**

The name and address of the incorporator are:

Name

Michael J. Nolan

Address

One Harbour Place, 5th Floor
777 S. Harbour Island Blvd.
Tampa, FL 33602

SECRETARY'S OFFICE
DIVISION OF CORPORATIONS
02 NOV 25 PM 1:15

ARTICLE VI
Initial Directors

The Corporation initially shall have two (2) directors, whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Henry P. Powers	14605 Oak Vine Drive Lutz, Florida 33559
Pauline S. Powers	14605 Oak Vine Drive Lutz, Florida 33559

ARTICLE VII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

The Corporation shall indemnify to the fullest extent permitted by law, whether currently existing or arising in the future, any person who is made, or is threatened to be made, a party to any action, suit or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served as a director or officer of any other enterprises at the request of the Corporation.

Any repeal or modification of the foregoing paragraphs of this Article VII by the shareholders of the Corporation shall not adversely affect any right or protection of a director or officer of the Corporation existing at the time of such repeal or modification.

Dated this 21st day of November 2002.



Michael J. Nolan, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, Henry P. Powers (the Company") hereby accepts the appointment as registered agent and agrees to act in this capacity. The Company further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the Company is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this November 21, 2002.

Henry P. Powers
Henry P. Powers

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