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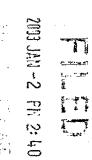
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TRANSMITTAL LETTER

FILED

2003 JAN -2 PH 2: 40

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

SUBJECT:

SELLE AND HE STATE TALLAHASSEE FLORIDA

Enclosed is an origina	l and one(1) copy of the article	les of incorporation and a	check for:	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM: John B BASNIC Name (Printed or typed) 28AVOCADO DRIVE South BOX 7115 Address				
	INDIAN LAKE EST			

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



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ALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE

Jim Smith

Secretary of State

December 20, 2002

JOHN B. RASNIC 28 AVOCADO DRIVE SOUTH BOX 7115 INDIAN LAKE ESTATES, FL 33855

SUBJECT: J&J ENTERPRISES, INC.

Ref. Number: W02000035576

We have received your document for J&J ENTERPRISES, INC. and your check(s) totaling \$70.00. 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.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2003 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 302A00066956

ARTICLES OF INCORPORATION OF

FILED

J&J ENTERPRISES OF INDIAN LAKE, INC. 2003 JAH - 2 PH 2: 40

TALLAHASSEE FLORIDA

ARTICLE I

NAME OF INCORPORATION

The name of the corporation is J&J Enterprises of Indian Lake, Inc.

ARTICLE II

The principal office of the corporation is located at 28 Avocado Drive, South, Indian Lake Estates, Florida 33855

ARTICLE III

The street address of the initial registered agent of the Corporation is 28 Avocado Drive, South, Indian Lake Estates, Florida and the name of the initial registered agent at the address is John B. Rasnic.

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

The affairs of this Corporation shall be managed initially by a Board of three (3) Directors. The number of Directors may be changed by amendment of the By-Laws of the Corporation. The names and addresses of the persons who are to act in the capacity of Director until the selection of his/her successor are:

NAME

ADDRESS

John B. Rasnic

PO Box 7115 Indian Lake Estates, Florida 33855 Jeanne M. Hevener

PO Box 7115

Indian Lake Estates, Florida 33855

Laura J. Earley-Smith

14294 Country Club Drive Ashland, Virginia 23005

At the first annual meeting, the members shall elect three (3) Directors for a term of one (1) year.

ARTICLE VI

The affairs of the Corporation shall be managed by a President, Vice-President, Secretary/Treasurer and such other officers as permitted by the By-Laws. The names of the persons who shall act as officers of the Corporation until the election of his/her successor are:

President

John B. Rasnic

Vice-President

Laura J. Earley-Smith

Secretary/Treasurer

Jeanne Hevener

The above-named officers shall serve until the first and organizational meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

ARTICLE VII

DURATION

The corporation shall exist perpetually.

ARTICLE VIII

BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 5000 shares of common stock (having a par value of \$10.00 per share). All shares are subject to the following restrictions:

- A. Shareholders may dispose of their stock in this Corporation or encumber said stock only under the conditions expressed herein.
- B. Any shareholder desiring to encumber or dispose of his stock must obtain the written consent of each of the other shareholders of this Corporation.
- C. In the absence of the obtaining of such written consent, the shareholder desiring to encumber or dispose of the stock shall offer to sell all of his stock, first, to the Corporation in accordance with the terms of this agreement. He shall inform the Corporation of his intention to sell by registered mail to the Corporation, at its registered agent's office, and to each shareholder. Within sixty (60) days of the date of such receipt of said notice by the Corporation and by each of the other shareholders, the sale shall take place and the Corporation shall purchase the stock in accordance with the requirements hereinafter stated. The purchase price for each share of stock shall be the book value on the last day of the month preceding the date of the notice of intention to sell. The accountant for the Corporation shall determine the book value, and the Corporation shall pay said amount in cash. If the Corporation does not have sufficient surplus, then whatever surplus is available shall be utilized and the Corporation, through its shareholders, shall reduce the capital of the Corporation in order to provide sufficient surplus for the Corporation to purchase all of the offered stock. In the event the Corporation is unable under the law to so reduce its capital, then the shareholders shall offer to sell the stock to the remaining shareholders of the Corporation, to be purchased at the same time as defined above, on a pro rata basis. In the event of the death of any shareholders, his stock shall be purchased by the corporation in accordance with the above referenced provisions. In the event the Corporation is unable to purchase any or all of the stock, the remaining shareholders of the Corporation shall have the right to purchase their pro rata amount of the decedent's stock at the above-determined price. The estate of the decedent shall be obligated to sell said stock to the Corporation or other shareholders.
- D. The certificates of stock of this Corporation shall be temporarily surrendered to the Corporation for the purpose of adding the following endorsement on each share certificate: "This share certificate is subject to a restriction against sale or encumbrance contained in the Articles of Incorporation. Said Articles provide for restrictions upon transfer of the stock and a copy of the Articles of Incorporation may be obtained from the Secretary of the Corporation." After said stock is inscribed with said statement, then the stock certificates shall be

returned to the shareholders immediately subsequent to the endorsement of the share certificates. This restriction is binding upon all purchasers of the stock of this Corporation, their heirs, successors, assigns, and legal representatives.

ARTICLE X

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

NAME

ADDRESS

John B. Rasnic

28 Avocado Drive, South PO Box 7115 Indian Lake Estates, Florida 33855

ARTICLE XI

<u>AMENDMENT</u>

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 15 day of December 2002

IOHN B. RASNIC

STATE OF FLORIDA COUNTY OF POLK

	neknowledged before me this <u>45</u> day of n.B. Rasnic, who is personally known to me.
Given my hand and official seal this	15 tay of DECEMBER, 2002.
MAINTHANAMA	F P (
MISSON .	Printed Name FLA NCIS R. ZEORINICA Notary Public, State
* #DD074722	And County Aforesaid My Commission Expires:
C STATE MAN	MARCH 8, 2006

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of J&J ENTERPRISES OF INDIAN LAKE, INC.

TOTIN B. RASNIC

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