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DIVISION OF CORPORATION

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ACCOUNT NO. : 072100000032

REFERENCE : 886353 7362918

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 9, 2003

ORDER TIME : 11:06 AM

ORDER NO. : 886353-005

CUSTOMER NO: 7362918

CUSTOMER: James D. Gibson, Esq.
Roknich, Gibson &
Kohl-helbig, P.l.
400 Burns Court

Sarasota, FL 34236

DOMESTIC FILING

NAME: BAHL OF FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
_____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

BAHL OF FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: **BAHL OF FLORIDA, INC.**, a Florida Corporation.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be the date of filing these Articles of Incorporation with the Florida Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 6842 Wagon Wheel Circle, Sarasota, Florida 34243.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 400 Burns Court, Sarasota, Florida 34236, and the registered agent at such office is James D. Gibson.

ARTICLE VII - DIRECTORS

This Corporation shall have two Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Frank Martin Bahl	6842 Wagon Wheel Circle Sarasota, Florida 34243
Janet Ann Bahl	6842 Wagon Wheel Circle Sarasota, Florida 34243

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Frank Martin Bahl	6842 Wagon Wheel Circle Sarasota, Florida 34243
Janet Ann Bahl	6842 Wagon Wheel Circle Sarasota, Florida 34243

The undersigned has executed these Articles this 8 day of January, 2003.



FRANK MARTIN BAHL
INCORPORATOR



JANET ANN BAHL
INCORPORATOR

Having been named as Registered Agent and to accept service of process for **BAHL OF FLORIDA, INC.**, at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

1/8/03

Date



JAMES D. GIBSON
Registered Agent