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## TRANSMITTAL LETTER

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

SUBJECT:_	(Proposed Corporate		- 10 St. Jack	
Enclosed are	an original and one (1) copy o	f the articles of incom	rporation and a check	for:
□ \$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee Certified Copy & Certificate of Status	
		ADDITIONAL C	OPY REQUIRED	
FROM:	Mr. Aldo C. Zucaro, Name (	Incorporator Printed or typed)	· · · · · · · · · · · · · · · · · · ·	
	126 Nantucket Lane Addres	s	<del>alan liyeyayaya</del>	The state of the s
	Barrington, Illinois City, S	60610 tate & Zip	<del></del>	ng se ≢s nse
	(847) 381-5169 Daytin	e Telephone number	<del> </del>	<del></del>

NOTE: Please provide the original and one copy of the articles (Enclosed)

### ARTICLES OF INCORPORATION

OF

#### STEVENSON MASTER SERVICES, INC.



The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is: STEVENSON MASTER SERVICES, INC.

SECOND: The street address, wherever located, of the principal office of the corporation is:

5082 Mark Drive Boynton Beach, Florida 33437

The mailing address, wherever located, of the corporation is

\*\*\*\*

THIRD: The number of shares that the corporation is authorized to issue is one hundred (100) shares, all of which are without par value and consist of Preferred and Common shares.

Preferred shares are non-voting, have no par value, have whatever stated and redemption value as is assigned by the board of directors upon their issuance, and are entitled to such dividends as are stated upon their issuance and payable as and when approved by the Board of Directors.

Common shares have one vote per share, have no par value, and, except as to any dividend or other preferences granted to any issued and outstanding preferred shares, are entitled to all earnings and residual value of the Corporation.

\*\*\*\*\*

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is:

5082 Mark Drive
Boynton Beach, Florida 33437

The name of the initial registered agent of the corporation at the said registered office is Mr. John A. Stevenson.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator is:

NAME

**ADDRESS** 

Mr. Aldo C. Zucaro

126 Nantucket Lane Barrington, Illinois 60010

\*\*\*\*\*

SIXTH: Each share of the corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the corporation or any equity and/or voting shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of the same class of the corporation or of equity and/or voting shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire unissued shares of the same class of the corporation or equity and/or voting shares of any class of the corporation, whether now or hereafter authorized or created, and whether the proposed issue, reissue, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty days, any and all of such shares, rights, options, bonds, securities, or obligations of the corporation may be issued, reissued, or granted by the Board of Directors, as the case may be, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

\*\*\*\*\*

<u>SEVENTH</u>: To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

<u>TENTH</u>: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on:

By: Aldo C. Zucaro, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

John Stevenson, President
Stevenson Master Services, Inc.

Date: 1/24/03

O3 JAN 28 AH II: IL

City of County of Dated: Boynton Beach Palm Beach January 20, 2003

#### WRITTEN CONSENT

OF

# INCORPORATOR TO

#### ORGANIZATIONAL ACTION

OF

# STEVENSON MASTER SERVICES, INC.

Under Section 607.0205 of the Florida Business Corporation Act, the following action is taken this day through this instrument by the incorporator of the above-named corporation:

The following are elected to serve as the initial board of directors and shall complete the organization of the corporation:

John X. Stevenson

President

Stevenson Master Services, Inc.

Faye L. Stevenson

Vice President, Treasurer,

and Secretary

Stevenson Master Services, Inc.

by: Aldo C. Zucaro, Incorporator