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CLERMONT, FL 34712-0188

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OVERNIGHT MAIL

MEMORANDUM

TO: Secretary of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

Attention: Wanda Cunningham

FROM: Linda Topping, Legal Assistant

DATE: February 20, 2003

RE: Sugarloaf Meadow, Inc.
Our File No. 03-11194

Pursuant to our telephone conversation today, enclosed are the original and one copy of the Articles of Incorporation in which the effective date has been revised to February 6, 2003. A copy of your letter is also enclosed. You have the \$78.75 filing fee.

Please file the Articles of Incorporation and return a "file stamped" copy of the Articles of Incorporation to this office along with the Certificate of Status.

Enclosures
cc: Client



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 18, 2003

RICHARD H. LANGLEY, ESQ.
P. O. BOX 120188
CLERMONT, FL 34712-0188

SUBJECT: SUGARLOAF MEADOW, INC.
Ref. Number: W03000004679

We have received your document for SUGARLOAF MEADOW, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 603A00010600

ARTICLES OF INCORPORATION
of
SUGARLOAF MEADOW, INC.

FILED
CLERK OF STATE
CORPORATIONS
03 FEB 24 PM 4:16

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name and address of this corporation shall be: Sugarloaf Meadow, Inc., 6018 Shoreline Drive, Orlando, FL 32819

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Effective Date

The date that corporate existence shall begin shall be February 6, 2003. This election is pursuant to Florida Statute 607.0203.

ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

NAME

Hussein A. Hegazy

ADDRESS

6018 Shoreline Drive
Orlando, FL 32819

The names and addresses of the Director(s) is/are:

NAME

Hussein A. Hegazy

ADDRESS

6018 Shoreline Drive
Orlando, FL 32819

Tarek Hussein Hegazy

6018 Shoreline Drive
Orlando, FL 32819

Osama Hassan Mahmoud

6018 Shoreline Drive
Orlando, FL 32819

ARTICLE V
Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 5000 shares of common stock each with a par value of \$1.00.

ARTICLE VI
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VII
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
or
- (d) Dissolution of the corporation.

ARTICLE VIII
Term of Existence

This corporation shall exist perpetually.

ARTICLE IX
Directors

A. The business of the corporation shall be managed initially by a board of three (3) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

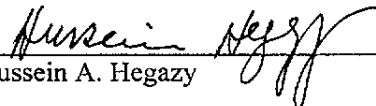
ARTICLE X
Registered Office and Registered Agent

The address of the initial registered office of this corporation is 700 Almond Street, Clermont, FL 34711. The name of the Registered Agent of this corporation is Richard H. Langley, Esquire, at the above office address.

ARTICLE XI
Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this February 5, 2003.


Hussein A. Hegazy

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

I hereby accept to act as initial Registered Agent for the above named corporation as stated in these Articles of Incorporation.

Dated: February 5, 2003


Richard H. Langley