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SECREDATE STATE

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### KORTA & COMPANY

14502 North Dale Mabry Highway, Suite 200 • Tampa, Florida 33618 Phone 813-269-8075 • Fax 813-269-7882 korta@mindspring.com

June 23, 2003

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

Re: C. Allen & Associates, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above mentioned corporation and a check in the amount of \$70.00 for the filing fee.

Please return a copy of the filed Articles to the address below:

Korta & CO. 14502 North Dale Mabry Highway Suite 200 Tampa, FL 33618

If you have any questions, please do not hesitate to call.

Sincerely,

Jack Kona

JK/lhw Enclosures (3)



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SECRETARY OF STATE
TALLAHASSEE, FLOORS

# ARTICLES OF INCORPORATION OF C. ALLEN & ASSOCIATES, INC.

ARTICLE I - NAME
The name of this Corporation shall be:
C. Allen & Associates, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on June 23, 2003.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK
This Corporation is authorized to issue Two Hundred (200)
shares of \$1.00 Par Value Stock.

## ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

### **ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which is already held, shall have the right to purchase his pro rate share thereof (as nearly as may be done without assurance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE & AGENT
The street address of the initial Registered Agent of this Corporation is
417 South Little John, Inverness, FL 34451-2592
and the principal place of business and mailing address of this Corporation is
417 South Little John, Inverness, FL 34451-2592
and the name of the initial Registered Agent of this Corporation
Cheryl Allen.

### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may either be increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is as follows:

Cheryl Allen 417 South Little John Inverness, FL 34451-2502

The name and address of the person signing these Articles is:

Cheryl Allen 417 South Little John Inverness, FL 34451-2502

### ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

### ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or

Director, to the full extent by law.

Director (Incorporator) Signature

Date :

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

\*\*\*\*\*

First: C. Allen & Associates, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Inverness,
County of Citrus, State of Florida, has named
Cheryl Allen, whose business office is located at
417 South Little John, Inverness, FL 34451-2592 as its
Registered Agent to accept service of process within this State.

# **ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Registered Agent Signature

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