

P03000083023

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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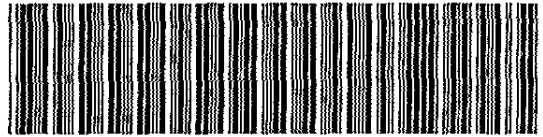
(Business Entity Name)

(Document Number)

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07/03/03--01065--009 **78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUL 29 AM 10:29

7/03-19565

BR 7/30

LARRY L. DILLAHUNTY, P.A.
♦ ATTORNEY AT LAW ♦

LARRY L. DILLAHUNTY
CATHY H. DILLAHUNTY, Paralegal

July 23, 2003

Ph: (727) 527-4050
Fax: (727) 527-4115
E-Mail: LarryDLaw@aol.com

Post Office Mailing Address:
204 - 37th Avenue North, #323
St. Petersburg, FL 33704-1416

*Office Consultation by
Appointment Only*

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

Re: Corporate Filing – **FIVE OAKS CORPORATION**
A Florida Corporation
Your Reference No. W03000019565

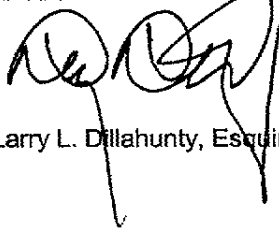
Dear Sir or Madam:

Enclosed please find a copy of your letter to me of July 10, 2003, regarding Five Oaks Corporation, which was not filed. Also enclosed please find the Articles of Incorporation for **FIVE OAKS ACQUISITIONS, INC.**, a Florida Corporation, which will replace the Articles which were not filed for the name of Five Oaks Corporation. I would appreciate your filing these papers as soon as possible and returning the certified copy to my office address as shown above at your very earliest convenience. As you will note from your letter, you are holding the sum of \$78.75 for your filing fee.

Thank you for your courtesy and attention in this matter. Should you have any questions or concerns, please do not hesitate to give me a call.

Sincerely yours,

LARRY L. DILLAHUNTY, P.A.


Larry L. Dillahunty, Esquire

LLD/chd
Enclosure(s)



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 10, 2003

LARRY L. DILLAHUNTY, ESQ.
204 - 37TH AVENUE NORTH, #323
ST. PETERSBURG, FL 33704-1416

SUBJECT: FIVE OAKS CORPORATION
Ref. Number: W03000019565

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

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

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) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 503A00040923

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUL 29 AM 10: 29

ARTICLES OF INCORPORATION

OF

FIVE OAKS ACQUISITIONS, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is **FIVE OAKS ACQUISITIONS, INC..**

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of the Corporation is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares that the corporation is authorized to issue is Fifty Thousand (50,000) shares, all of which shall be common shares having a par value of One Dollar (\$1.00) per share.

ARTICLE V

PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe, or receive a right or rights to purchase or subscribe for, at fair market value thereof, a prorata share (as nearly as can be done without issuance of fractional shares) of:

1. Any stock that the corporation may issue or sell, whether or not of unissued shares

authorized by the Articles of Incorporation as originally filed or by amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor performed, personal property, or real property, or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation, or which is attached or pertinent to any warrant or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock.

ARTICLE VI

TRANSFER RESTRICTIONS

Before there can be a valid sale or transfer of any of the shares of the corporation by any holder thereof, such holder shall first offer said shares to the corporation and then to the other holders of shares in the following manner:

1. Such offering shareholder shall deliver a notice in writing by mail or otherwise to the secretary of the corporation stating the price, terms, and conditions of such proposed sale or transfer, the number of shares to be sold or transferred, and his intention to sell or transfer such shares. Within twenty (20) days thereafter, the corporation shall have the prior right to purchase such shares so offered at the price and on the terms and conditions stated in the notice; provided, however, that the corporation shall not at any time be permitted to purchase all of its outstanding voting shares. Should the corporation fail to purchase all of the shares so offered at the expiration of the twenty day period, or prior thereto decline to purchase the shares, the Secretary of the corporation shall, within five (5) days thereafter, mail or deliver to each of the other shareholders of record a copy of the notice given by the shareholder to the secretary. Such notice may be mailed to them at their last known address as such address may appear on the books of the corporation. Within ten (10) days after the mailing or delivering of the copies of the orders to the shareholders, any such shareholder or shareholders desiring to acquire any part or all of the shares referred to in the notice shall deliver by mail, or otherwise, to the Secretary of the corporation a written offer or offers, expressed to be acceptable immediately, to purchase a specified number of such shares at the price and on the terms and conditions stated in the notice. Each such offer shall be accompanied by the purchase price therefore with authorization to pay such price against delivery of the shares.

2. If the total number of shares specified in the offers to purchase exceeds the number of shares to be sold or transferred, each offering shareholder shall be entitled to purchase such proportion of such shares as the number of shares of the corporation which he holds bears to the total number of

shares held by all shareholders desiring to purchase the shares.

3. If all the shares to be sold or transferred are not disposed of under such apportionment, each shareholder desiring to purchase shares in a number in excess of his proportionate share as provided above, shall be entitled to purchase such proportion of those shares which remain thus undisposed of, as the total number of shares which he holds bears to the total number of shares held by all the shareholders desiring to purchase in excess of those to which they are entitled under such apportionment.

4. If within said twenty (20) day period, the offer or offers to purchase aggregate less than the number of shares to be sold or transferred, the shareholder desiring to sell or transfer such shares shall not be obligated to accept any such offer or offers and may dispose of all of the shares referred to in his notice to any person or persons whomsoever; provided, however, that he shall not sell or transfer such shares at a lower price or on terms more favorable to the purchaser or transferee than those specified in his notice to the secretary of the corporation.

Each share certificate issued shall bear the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation, which copy of said Articles may be obtained from the corporation's office."

ARTICLE VII

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation is 9259 Park Boulevard, Seminole, Florida, 33777, and the mailing address of the corporation is the same. The name of the initial Registered Agent of the corporation is **LARRY L. DILLAHUNTY** located at 248 First Avenue North, St. Petersburg, Florida, 33701.

ARTICLE VIII

DIRECTORS

The Board of Directors shall consist of no less than three (3) and no more than nine (9) members. The initial Board of Directors of the Corporation shall consist of five (5) Directors. The names and addresses of the initial Directors are:

NAME

ADDRESS

BRUCE J. RECORD

10263 Gandy Boulevard, #2005
St. Petersburg, FL 33702

RICHARD C. GUILLOT

855 – 117th Terrace North, #5
St. Petersburg, FL 33716

JOHN W. VIS

1190 – 68th Street North
St. Petersburg, FL 33710

JAMES M. SMITH

1225 Roxboro Road
Longwood, FL 32750

ARTHUR J. HUDSON

37 North Orange Avenue, Suite 500
Orlando, FL 32801

ARTICLE IX

INCORPORATORS

The name and address of the incorporators are:

NAME

ADDRESS

BRUCE J. RECORD

10263 Gandy Boulevard, #2005
St. Petersburg, FL 33702

RICHARD C. GUILLOT

855 – 117th Terrace North, #5
St. Petersburg, FL 33716

JOHN W. VIS

1190 – 68th Street North
St. Petersburg, FL 33710

JAMES M. SMITH

1225 Roxboro Road
Longwood, FL 32750

ARTHUR J. HUDSON

37 North Orange Avenue, Suite 500
Orlando, FL 32801

ARTICLE X

BY-LAWS

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

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have subscribed my name this 20th day of June, 2003.

Bruce J. Record
BRUCE J. RECORD

Richard C. Guillot
RICHARD C. GUILLOT

John W. Vis
JOHN W. VIS

James Smith
JAMES SMITH

Arthur J. Hudson
ARTHUR J. HUDSON

STATE OF FLORIDA

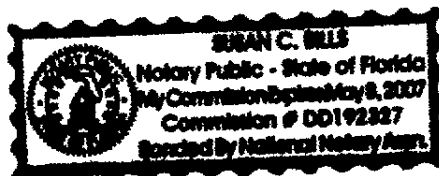
COUNTY OF Osceola

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **JAMES SMITH** and **ARTHUR J. HUDSON**, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the purposes therein contained.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of June, 2003.

Susan C. Bills
Notary Public / State of Florida at Large
Printed Name:

My Commission Expires:
My Commission Number:

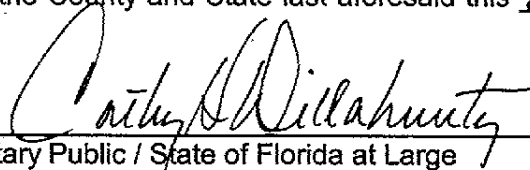


STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **BRUCE J. RECORD, JOHN W. VIS, and RICHARD C. GUILLOT**, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same for the purposes therein contained.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of June, 2003.



Notary Public / State of Florida at Large

Printed Name: Cathy H. Dillahunt

My Commission Expires:
My Commission Number:



Cathy H Dillahunt
My Commission CC865567
Expires October 5, 2003

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 JUL 29 AM 10:29

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
NAMES AND ADDRESSES OF THE CORPORATION.

The following is submitted in compliance
with Chapter 48.091, Florida Statutes

FIVE OAKS ACQUISITIONS, INC., a Corporation, organized under the laws of the State of Florida, with its principal office at 9259 Park Boulevard, Seminole, Florida, 33777, and its mailing address being the same, has named **LARRY L. DILLAHUNTY**, located at 248 First Avenue North, St. Petersburg, Florida, 33701, with his residence being the same, as its agent to accept service of process within the State.

OFFICERS:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JOHN W. VIS	1190 – 68 th Street North St. Petersburg, FL 33710	President/ Director
ARTHUR J. HUDSON	37 North Orange Avenue, Suite 500 Orlando, FL 32801	Vice- President/ Director
RICHARD C. GUILLOT	855 – 117 th Terrace North, #5 St. Petersburg, FL 33716	Secretary/ Director
BRUCE J. RECORD	10263 Gandy Boulevard, #2005 St. Petersburg, FL 33702	Treasurer/ Director
JAMES M. SMITH	1225 Roxboro Road Longwood, FL 32750	Director

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, to post my name in some conspicuous place in the office, as required by law.



LARRY L. DILLAHUNTY