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STATE OF FLORIDA  
TALLAHASSEE

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November 4, 2003

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation - Richard DeLard, Inc.

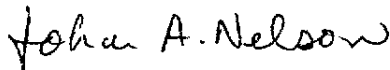
Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for Richard DeLard, Inc. for filing with your office. Also enclosed is a check in the amount of \$78.75 for processing.

Thank you for your assistance in this matter.

Very truly yours,

SLAYMAKER AND NELSON, P.A.

  
John A. Nelson, Esquire *KE*

JAN/kmr

Enclosures

**ARTICLES OF INCORPORATION  
OF  
RICHARD DeLARD, INC.**

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03 NOV -7 AM 11:16  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of RICHARD DeLARD, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME OF CORPORATION**

The name of the Corporation is RICHARD DeLARD, INC.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing these Articles of Incorporation.

**ARTICLE III. PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV. AUTHORIZED SHARES**

The maximum number of shares that the corporations authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each having a par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the Board of Directors, equivalent to or greater than the full par value of the shares.

**ARTICLE V. PREEMPTIVE RIGHTS**

Each holder of common stock of this corporation shall have the first right (subject to adjustment to avoid the issue of fractional shares) to purchase shares of common stock of this corporation that from time to time may be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares of common stock held at the time of the issue bears to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the corporation inviting him to exercise the right. A holder of common stock shall not have, solely because of his holdings of common stock, a right to purchase shares of preferred stock that may be issued. A holder of

preferred stock shall not have, solely because of his holdings of preferred stock, a right to purchase shares of any class that may be issued by the corporation.

#### **ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5841 W. Kime Lane, Homosassa, Florida 34448 and the name of the corporation's initial registered agent at that address is Richard DeLard.

The street address of the principal office of the corporation is 5841 W. Kime Lane, Homosassa, Florida 34448.

#### **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but never shall be less than one. The names and addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Richard DeLard	5841 W. Kime Lane Homosassa, Florida 34448

#### **ARTICLE IX. INCORPORATOR**

The name and address of the incorporator is as follows:

Richard DeLard  
5841 W. Kime Lane  
Homosassa, Florida 34448

The incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the Board of Directors any rights she may have as an incorporator to acquire any of the capital stock of this corporation, assignment becoming effective on the date corporate existence begins.


#### **ARTICLE X. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and also in the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the Board of Directors.

**ARTICLE XI, AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Inverness, Florida, this 10-28-03 day of October, 2003.



RICHARD DeLARD

STATE OF FLORIDA  
COUNTY OF CITRUS

Before me, the undersigned authority, personally appeared RICHARD DeLARD, who is to me well known to be the person described and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

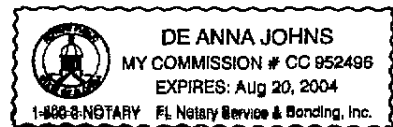
IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Inverness in said County and State this 28<sup>th</sup> day of October, 2003

ID: FL DCL# D463-751-49-276-0



Notary Public, State of Florida

My Commission Expires:



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

FILED  
03 NOV -7 AM 11:14  
SECRET  
TALLAHASSEE  
STATE  
FLORIDA

**RICHARD DeLARD, INC.**

Pursuant to Section 607.034, Florida Statutes, RICHARD DeLARD, INC., desiring to organize under the laws of the State of Florida, has named Richard DeLard located at 5841 W. Kime Lane, Homosassa, Florida 34448, as its agent to accept service of process within this state.

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept appointment in such capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office. I further certify that I am familiar with, and accept, the obligations provided for in Section 607.325, Florida Statutes.

  
RICHARD DeLARD