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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P. MICHAEL MANNING, JR.  
ATTORNEY AT LAW  
101 S.E. SIXTH AVENUE • SUITE B  
DELRAY BEACH, FLORIDA 33483-5261  
561-276-1989 / Fax 561-276-4550

February 23, 2004

SECRETARY OF STATE  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: SASSO, STEPHEN  
STS ENTERPRISES OF DELRAY BEACH, INC.  
Articles of Incorporation

Ladies and Gentlemen:

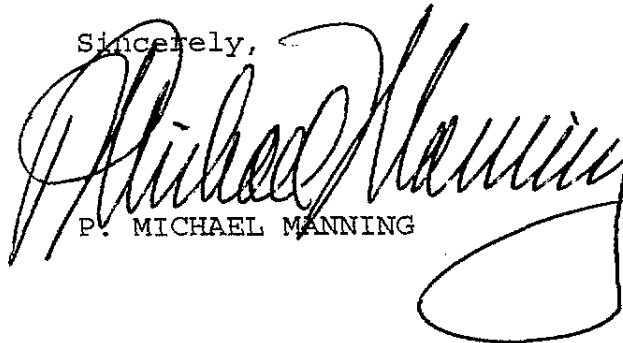
Enclosed is an original and one (1) copy of the Articles of Incorporation of STS ENTERPRISES OF DELRAY BEACH, INC., together with a check in the amount of \$78.75 to cover the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent	
Designation	35.00
TOTAL	\$78.75

Also enclosed is the executed Resident Agent Form. Please send me a certified copy of the Articles of Incorporation in the return envelope.

Thank you for your kind attention and cooperation in this matter.

Sincerely,



P. MICHAEL MANNING

PMM/mhh  
Enclosure  
cc: Stephen Sasso

ARTICLES OF INCORPORATION  
OF  
STS ENTERPRISES OF DELRAY BEACH, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE I

The name of this corporation is STS ENTERPRISES OF DELRAY BEACH, INC. and the initial place of business for said corporation shall be at: 2805 S.W. 22nd Ave., #206, Delray Beach, FL 33445.

ARTICLE II

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation by the Secretary of the State of Florida.

ARTICLE III

This corporation is organized to engage in any activity or business permitted under the laws of the State of Florida and the United States.

ARTICLE IV

This corporation is authorized to issue 7500 shares of common stock with par value at \$1.00 per share.

The rights relative to the shares of common stock shall be as follows:

1. Voting Rights: Every share of common stock shall be entitled to vote on all general matters submitted to the vote of the shareholders in the election of directors.
2. Dividend Rights: Every share of common stock shall be entitled to such dividends, in cash or in kind, as may be declared, from time to time, by the Board of Directors, out of funds legally available for such purpose.
3. Liquidation Rights: Every share of common stock shall participate, pro-rata, in the assets of the corporation available for distribution, in the event of liquidation or dissolution of the corporation, whether such liquidation or dissolution is voluntary or involuntary.

#### ARTICLE V

The street address of the initial registered and principal office of this corporation is 101 S.E. 6th Ave., Suite B, Delray Beach, FL 33483, and the name of the initial registered agent of this corporation is P. MICHAEL MANNING, ESQ.

#### ARTICLE VI

Management of this corporation shall be by the Board of Directors which shall consist initially of one director. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, of the corporation. The name and address of the initial Directors of this corporation are:

STEPHEN T. SASSO  
2805 S.W. 22nd Ave., #206  
Delray Beach, FL 33445

#### ARTICLE VII

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

P. MICHAEL MANNING, ESQ.  
101 S.E. 6th Ave., Suite B  
Delray Beach, FL 33483

#### ARTICLE VIII

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

#### ARTICLE IX

The shareholders of this corporation shall not be entitled to remove any Director from office during his term without cause.

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent now or hereafter permitted by law.

ARTICLE XI

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20<sup>th</sup> day of February, 2004.

  
P. MICHAEL MANNING, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared P. MICHAEL MANNING, personally known to me or who produced \_\_\_\_\_ as identification, who executed the foregoing Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20<sup>th</sup> day of February, 2004.

NOTARY PUBLIC



MARLA H. HANDIS  
MY COMMISSION # DD 233089  
EXPIRES: October 12, 2007  
Bonded Thru Budget Notary Service

  
My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE &  
REGISTERED RESIDENT AGENT FOR SERVICE OF PROCESS OF  
STS ENTERPRISES OF DELRAY BEACH, INC.

Pursuant to Chapters 607 and 48, Florida Statutes, the undersigned Incorporator of STS ENTERPRISES OF DELRAY BEACH, INC., does hereby certify as follows:

1. The Registered Office of such corporation shall be and the same is located at 101 S.E. 6th Ave., Suite B, Delray Beach, FL 33483.

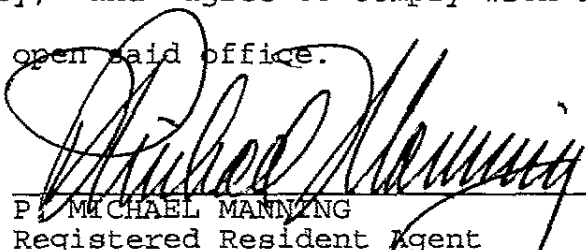
2. The Registered Agent for service of process of such corporation shall be and same is P. MICHAEL MANNING, ESQ., and the address is the same as the aforesaid registered office of the corporation.

  
P. MICHAEL MANNING, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

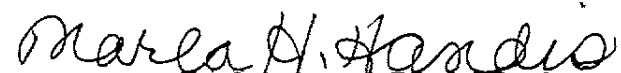
Having been named Registered Agent for service and process of the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with all provisions of law relative to keeping open said office.

  
P. MICHAEL MANNING  
Registered Resident Agent

Sworn to and subscribed before me this 20th day of February, 2004.



MARLA H. HANDIS  
MY COMMISSION # DD 233099  
EXPIRES: October 12, 2007  
Bonded Thru Budget Notary Services

  
Notary Public  
My Commission Expires: