## 04000044434

(Requestor's Name)		
(Address)		
(Address)		
(City/State/Zip/Phone #)		
PICK-UP	MAIT WAIT	MAIL
(Business Entity Name)		
(Document Number)		
Certified Copies	_ Certificates	of Status
Special Instructions to Filing Officer:		





500029513385

03/04/04--01039--007 \*\*70.00

04 MAR -4 PM 3-51

441

MIAMI

**ORLANDO** 

ST. PETERSBURG TALLAHASSEE TAMPA WEST PALM BEACH

CARLTON FIELDS

ATTORNEYS AT LAW

CNL Center at City Commons 450 S. Orange Avenue, Suite 500 Orlando, Florida 32801-3336 P.O. Box 1171 Orlando, Florida 32802-1171

407.849.0300 407.648.9099 fax www.carltonfields.com

March 3, 2004

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 VIA FEDERAL EXPRESS

Attn: Corporate Filings

Ladies and Gentlemen:

Enclosed are an original and one copy (for conforming) of the Articles of Incorporation of Rory Rock, Inc. Please file this document Thursday, March 4, 2004.

Enclosed is our check for \$70.00 for the filing fee.

Also enclosed is a return envelope so that you may return the conformed copy to us.

Sincerely,

Cheryl Thomas

Legal Administrative Assistant

to David E. Cannella

/cat

**Enclosures** 

cc:

Mr. Marc Ispass

### ARTICLES OF INCORPORATION of RORY ROCK, INC.

# 

#### ARTICLE I - NAME

The name of this corporation is Rory Rock, Inc.

#### **ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date that these Articles are filed.

#### ARTICLE III - PURPOSE

This corporation is organized to transact any and all lawful business.

#### **ARTICLE IV - POWERS**

This corporation shall have all of the corporate powers permitted under the Florida Business Corporation Act.

#### ARTICLE V - CAPITAL STOCK

- A. This corporation is authorized to issue 102 shares of \$1.00 par value common stock, which shall be designated "common shares."
- B. Except as otherwise provided by law or in the by-laws of the corporation, 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 - PRINCIPAL OFFICE/MAILING ADDRESS**

The initial principal office of the corporation shall be:

659 Oak Hollow Way Altamonte Springs, FL 32714

The corporation's mailing address shall be:

659 Oak Hollow Way Altamonte Springs, FL 32714

#### ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 659 Oak Hollow Way, Altamonte Springs, FL 32714, and the name of the initial registered agent of this corporation at that address is Marc Ispass.

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles are:

Marc Ispass 659 Oak Hollow Way Altamonte Springs, FL 32714

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any by-laws adopted by the Board of Directors. The shareholders reserve the power to adopt by laws and to prescribe in any by-laws that such by-laws shall not be altered, amended, or repealed by the Board of Directors.

#### ARTICLE X - DIRECTORS AND OFFICERS

A. This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one or more than fifteen. The name and address of the initial directors of this corporation are:

Marc Ispass 659 Oak Hollow Way Altamonte Springs, FL 32714

Joel Setzer 8544 Lake Bosse Drive Orlando, FL 32810

Jordan Shroyer 225 Coble Drive Longwood, FL 32779

B. The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents as the board may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation and the by-laws of the corporation and the laws of the State of Florida as such board may deem advisable for the conduct and operation of the business of the corporation.

#### **ARTICLE XI - MEETINGS**

Meetings of shareholders and directors, including the time, place, and manner of calling such meetings, shall be fixed by the by-laws of the corporation.

#### **ARTICLE XII - 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.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 3 day of \_\_\_\_\_\_\_\_, 2004.

Marc Ispass

#### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marc Ispass

Date: 03/03/2004

04 HAR -4 FII 3.58