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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03/18/04

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March 17, 2004

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32399


Re: New Corporation

Gentlemen:

Enclosed is a check in the amount of \$78.75 for registration of Association Management Professionals, Inc. Also included are the original Articles of Incorporation and Certificate designating the registered agent and office. Upon completion of the registration, please send us certified copies of these documents.

If any further information is needed, or any other questions arise, please do not hesitate to contact me at (727) 535-4544. Thank you for your courtesy and assistance in this regard.

Sincerely,



Lee L. Haas, Esquire

LLH/bjh  
Enclosures

cc: Client

**ARTICLES OF INCORPORATION  
OF  
ASSOCIATION MANAGEMENT PROFESSIONALS, INC.**

**ARTICLE I. CORPORATE NAME**

The name of this corporation is Association Management Professionals, Inc.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence.

**ARTICLE III. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV. PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the corporation and its mailing address are:

2188 Marquita Drive  
Dunedin, Florida 34698

**ARTICLE V. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock with no par value.

**ARTICLE VI. PREEMPTIVE RIGHTS**

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Lee L. Haas, Esquire  
Haas & Castillo, P.A.  
19321-C U.S. 19 North, Suite 401  
Clearwater, Florida 33764

The board of directors from time to time may move the registered office to any other address in the State of Florida.

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

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than two.

## **ARTICLE IX. INITIAL DIRECTORS**

The names of the initial directors of this corporation and their street addresses are:

Richard Jenkins  
2188 Marquita Drive  
Dunedin, Florida 34698

David McMinn  
2362 Jamaica Street, Apt 72  
Clearwater, Florida 33763

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

## **ARTICLE X. INCORPORATOR**

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

Lee L. Haas, Esquire  
Haas & Castillo, P.A.  
19321-C U.S. 19 North, Suite 401  
Clearwater, Florida 33764


## **ARTICLE XI. INDEMNIFICATION**

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

## **ARTICLE XII. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 17<sup>th</sup> day of March, 2004.

  
\_\_\_\_\_  
Lee L. Haas, Esquire  
Incorporator

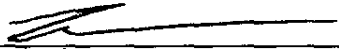
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to §48.091, *Florida Statutes*, the following is submitted in compliance with  
said Statute:

First - That Association Management Professionals, Inc.. wishes to organize under the  
laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in  
the city of Dunedin, County of Pinellas, State of Florida and has named Lee L. Haas as its 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 Statute relative to keeping open said office.

  
\_\_\_\_\_  
Lee L. Haas

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