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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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~~W-13494~~  
4-21

**Lopez & Kelly, P.A.**  
Attorneys at Law

AL R. LOPEZ, JR.  
MARK P. KELLY  
ROBERT W. BIBLE, JR.

March 31, 2004

SUITE 500  
4600 WEST CYPRESS STREET  
TAMPA, FLORIDA 33607  
(813) 289-3400  
FAX: 287-5775

E-MAIL: landkpa@flash.net

**VIA FEDERAL EXPRESS**

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

Re: Terra Cotta, Inc.

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation of [Corp Name]. I would appreciate your filing these Articles as soon as possible.

**I will need a Certified Copy of the Articles of Incorporation, and enclose an extra copy of the Articles for certification and return to my office.**

Also enclosed is our firm check payable to the Florida Division of Corporations for the filing fee in the amount of \$70.00 and the certified copy of the Articles in the amount of \$8.75, for a total of \$78.75.

If you have any questions or require any additional information regarding the above, please do not hesitate to call me at my office.

Thank you for your attention to this request.

Sincerely,



Mark P. Kelly, Esquire

MPK/cmf  
Enclosure(s): as stated  
cc: Mary Ann Kelly



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

RECEIVED

04 APR 14 PM 12:05

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

April 7, 2004

MARK P. KELLY, ESQ.  
4600 W. CYPRESS ST., SUITE 500  
TAMPA, FL 33607

SUBJECT: TERRA COTTA, INC.  
Ref. Number: W04000013474

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

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) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filings Section

Letter Number: 704A00022698

**ARTICLES OF INCORPORATION**  
**OF**  
**TERRA COTTA DECORATIVE OUTDOORS, INC.**

**Article I**  
**Name**

The name of this Corporation is Terra Cotta Decorative Outdoors, Inc.

**Article II**  
**Duration**

The Corporation shall have perpetual existence.

**Article III**  
**Purpose and Principal Place of Business**

**Purpose.** The general purposes for which this Corporation is organized are:

1. To transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.
2. To do everything necessary and proper in accomplishing the foregoing and to do anything incidental to the foregoing, all as authorized and not forbidden under the laws of the State of Florida.
3. To possess and have the authority to exercise any and all powers allowed by the laws of the State of Florida.

**Principal Place of Business.** The initial street address of the principal place of business of the Corporation is:

2713 S. MacDill Ave.,  
Tampa, Fl., 33629

**Article IV**  
**Capital Stock**

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

**Article V**  
**Registered Office and Agent**

**Section 1.** The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, has named Mark P. Kelly, Esquire as its agent to accept service of process within this State.

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TALLAHASSEE, FLORIDA

**Section 2.** 4600 W. Cypress St., Suite, Tampa, Florida 33607 is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and Mark P. Kelly, Esquire is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

**Article VI**  
**Incorporator**

The name and street address of the Incorporator is:

Mary Ann Kelly  
4932 S. Melrose Ave  
Tampa, Florida 33629

**Article VII**  
**Board of Directors**

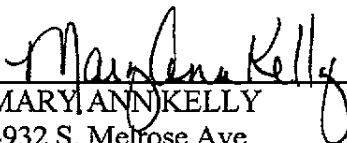
**Section 1.** This Corporation initially shall have one (1) director. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

**Section 2.** The name and address of the first members of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until their successors are elected and qualified are:

Mary Ann Kelly  
4932 S. Melrose Ave.  
Tampa, Florida 33629

All of the directors of the Corporation shall be at least eighteen (18) years of age.

IN WITNESS WHEREOF, the above-named Incorporator has subscribed his/her name this 14<sup>th</sup> day of April, 2004.

  
\_\_\_\_\_  
MARY ANN KELLY  
4932 S. Melrose Ave  
Tampa, Fl., 33629

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by Mary Ann Kelly, this 13th day of April, 2004.



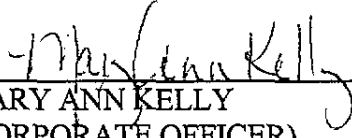
Connie M Fernandez  
My Commission DD039346  
Expires July 04, 2005

Connie M Fernandez  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:

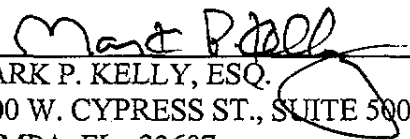
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 48.091 and 607.0501, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT TERRA COTTA DECORATIVE OUTDOORS, INC. DESIRING  
TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH  
ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA,  
HAS NAMED MARK P. KELLY, ESQ., LOCATED AT 4600 W. CYPRESS ST., SUITE 500,  
TAMPA, FLORIDA 33607, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

  
\_\_\_\_\_  
MARY ANN KELLY  
(CORPORATE OFFICER)  
TITLE: President  
DATE: MARCH 31, 2004

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,  
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF ALL MATTERS.

  
\_\_\_\_\_  
MARK P. KELLY, ESQ.  
4600 W. CYPRESS ST., SUITE 500  
TAMPA, FL., 33607  
(RESIDENT AGENT)  
DATE: MARCH 31, 2004

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TALLAHASSEE, FLORIDA