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# A Court Forms Preparation Sevice

5510 River Road, Suite 109 New Port Richey, Fl. 34652 Tel: (727) 847-6637 Fax: (727) 847 0647 15 So. Main Street, Suite 2-C Brooksville, Fl. 34601 Tel: (352) 754-8447 Fax: (352) 754-5379

Toll Free: 1-877-847-6637

May 7, 2004

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

Re: Articles of Incorporation for Paradise Tanning, Inc.

Enclosed herewith are the original and one copy of the Articles of Corporation for **Paradise Tanning**, Inc., a for profit corporation. Also enclosed is our check in the amount of \$78.75 to defray the filing fees.

Please return a certified copy of the Articles of Incorporation to this office upon successful filing.

Please contact our office if there are questions regarding this matter.

Your assistance in this matter is genuinely appreciated.

Sincerely,

Francis M. Sorgman, Preparer 5510 River Road, Suite 109, New Port Richey, Fl. 34652

1-877-847-6637 (toll free)

# ARTICLES OF INCORPORATION Of PARADISE TANNING, INC.



The undersigned acting as the Incorporators under the Florida Business Corporation Act adopt the following Articles of Incorporation for such corporation:

# ARTICLE I – CORPORATE NAME

The Name of the corporation is: PARADISE TANNING, INC.

# **ARTICLE 11 – DURATION**

The corporation shall exist perpetually unless dissolved according to Florida Law.

# **ARTICLE III – PURPOSE**

This Corporation is organized for the purpose engaging in any activities or business permitted under the laws of the United States and Florida

#### ARTICLES IV - CAPITOL STOCK

The corporation is authorized to issue 100 shares of common stock at a par value of \$5.00 per share.

# **ARTICLE V - MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors. The power of this Corporation shall be exercised, and its affairs conducted by a Board of Directors consisting of not less than one (1) person and not more than ten (10) persons. The initial number of Directors of the Corporation shall be one (1), provided, however, that such number may be changed pursuant to the Bylaws duly adopted by the Board.

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At all times the member of the Board of Directors shall consist of an even number and shall be divided as equally as the number of directors will permit into two (2) classes: Class 1, Class 2.

The term of office for all Directors shall be two (2) years except for the term of office of the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of the initial Class 2 of Director(s) shall expire two (2) years thereafter. The names and addresses of the initial member of the Board of Directors is as follows:

NAME:

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JAMES F. ZIMMY (class 1)

ADDRESS:

7111 Oakshire Drive

CITY, STATE, ZIP: Port Richey, Florida 34668

TELEPHONE:

(727) 847-9662

It is the intent of these Articles that, at all times hereafter, the Directors shall be classified as to term of office in the manner herein above provided for in the initial Board, so that, as nearly as the number of Directors will permit, one-half of the Directors of this Corporation shall be elected at each annual meeting of the Corporation.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if a majority of members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be held with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by written consent of the Board of Directors without a meeting. Such a statement shall be prima facie evidence of such authority.

1	B. Corporate Officers. The Board of Directors shall elect the following officers:
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	President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the
3	Corporation may authorize the Directors to elect from time to time. Initially, such officers shall
4	be elected at the first annual meeting of the Board of Directors. Until such election is held, the
5	following persons shall serve as corporate officers:
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7	<u>Title</u> <u>Name</u>
8	President James F. Zimmy
9	Vice President James F. Zimmy
10	Secretary & Treasurer James F. Zimmy
11	ARTICLE VI – INITIAL PRINCIPAL OFFICE
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13	The principal place of business and mailing address of this corporation shall be:
14	Principal Place of Business: 6144 Ridge Road, Port Richey, Fl. 34668
	Mailing Address: 6144 Ridge Road, Port Richey, Fl. 34668
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16	ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT
17	The street address of the initial registered office and the name of the initial registered
18	agent at that office are:
19	agent at that office are.
20	NAME: James F. Zimmy
21	ADDRESS: 7111 Oakshire Dr
	CITY, STATE, ZIP: Port Richey, Florida 34668 PHONE: (727) 847-9662
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# ARTICLE VIII - INCORPORATORS 2 The names of addresses of the Incorporator signing these Articles of Incorporation are as follows: 3 NAME: James F. Zimmv 4 ADDRESS: 7111 Oakshire Drive CITY, STATE, ZIP: Port Richey, Florida 34668 5 PHONE: (727) 847-9662 6 <u>ARTICLE IX - MANNER OF ELECTION</u> 7 The manner in which the directors are elected or appointed is as follows: 8 By major vote of the stockholders 9 10 ARTICLE X – LIMITATION OF CORPORATION OF POWERS 11 The corporate powers of this corporation are as provided in FS §617.0302, unless 12 limited as follows: There are no limitations expressed, implied or contemplated. 13 14 The undersigned Incorporator has executed these articles of incorporation on this 15 16 17 18 JAMES E. ZIMMY 19 Typed name of Incorporator signing 20

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO FS §617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at, 7111 Oakshire Drive, Port Richey, Florida 34668, has named James F. Zimmy, located at the aforesaid address, as its registered agent to accept service of process within the state.

# ACCEPTANCE OF APPOINTMENT AS 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.

NAME:

James F. Zimmy

ADDRESS:

7111 Oakshire Dr.

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CITY, STATE, ZIP: Port Richey, Florida 34668

PHONE:

(727) 847-9662

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