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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

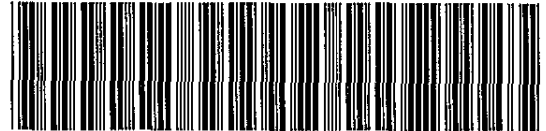
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04 JUN -3 PM 1:34

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

6/3/04

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Turtle Holdings, Inc.*

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_\_ Courier \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**TURTLE HOLDINGS, INC.**

FILED  
04 JUN -3 PM 1:42  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby files for record the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

**TURTLE HOLDINGS, INC.**

The principal place of business of this corporation shall be:

**5328 Macoso Street  
New Port Richey, Florida 34655**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding is **100** shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the initial registered office of the corporation shall be:

**5328 Macoso Street  
New Port Richey, Florida 34655**

The initial registered agent of the corporation **Edward H. Spaeth**, whose address is **5328 Macoso Street, New Port Richey, Florida 34655**

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new 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 at the price at which it is offered to others.

#### ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

#### ARTICLE VIII. DIRECTORS

The Corporation shall have four directors initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one. The names and addresses of the initial directors are:

<b>Lisa Spaeth</b>	<b>5328 Macoso Street New Port Richey, Florida 34655</b>
<b>Edward H. Spaeth</b>	<b>5328 Macoso Street New Port Richey, Florida 34655</b>
<b>Sonja A. Stake</b>	<b>40 Palmetto Drive Key West, FL 33040</b>
<b>Randy D. Stake</b>	<b>40 Palmetto Drive Key West, FL 33040</b>

#### ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

<b>Edward H. Spaeth</b> <b>5328 Macoso Street</b> <b>New Port Richey, Florida 34655</b>	<b>President</b>
<b>Lisa Spaeth</b> <b>5328 Macoso Street</b> <b>New Port Richey, Florida 34655</b>	<b>Secretary</b>

**Randy D. Stake**

**Vice-President  
40 Palmetto Drive  
Key West, FL 33040**

ED  
04 JUN -3 PM 1:42  
NOTARY OF STATE  
TALLAHASSEE, FLORIDA


**Sonja A. Stake**

**Treasurer  
40 Palmetto Drive  
Key West, FL 33040**

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

**Edward H. Spaeth  
5328 Macoso Street  
New Port Richey, Florida 34655**

  
\_\_\_\_\_  
Edward H. Spaeth

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of June, 2004, by **Edward H. Spaeth**.




**Marlene J. Weinert**  
Commission # DD119753  
Expires May 21, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation in the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

  
\_\_\_\_\_  
Edward H. Spaeth