

Division of Corporations

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**P04000127570**Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

HLP III, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 1, 2004

WILLIAMS; PARKER

SUBJECT: HLP III, INC.  
REF: W04000033049

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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Neyza Culligan  
Document Specialist  
New Filings Section

FAX Aud. #: H04000178816  
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**STATEMENT BY AUTHORIZED REPRESENTATIVE  
OF A MEMBER OF  
HLP III LLC, A FLORIDA LLC AND STATEMENT  
BY THE FORMER PRESIDENT OF  
HLP III, INC.**

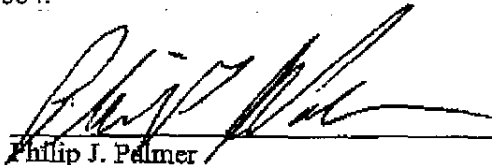
The undersigned, is the authorized representative of a member of HLP III LLC, a Florida limited liability company, which was duly formed in Florida effective January 1, 2004, and assigned registration number L03000056010 (the "Company"). The undersigned, is also the former President of HLP III, Inc. (the "Corporation"), a Florida corporation, which was duly formed in Florida on May 28, 2004, and assigned corporate document number P04000085157.

On behalf of the Company, in its capacity as an entity, the member of HLP III LLC has consented to the use of the name "HLP III, Inc."

On behalf of the shareholders and directors of the Corporation, in its capacity as an entity, the Corporation consents to the use of the name of "HLP III, Inc." by William M. Seider as the incorporator and registered agent of HLP III, Inc.

The foregoing entities are owned by the same individuals.

Dated this 30 day of Aug. 2004.



Philip J. Palmer  
Authorized Representative of a Member  
of HLP III LLC and Former President  
of HLP III, Inc.

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## AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, personally appeared Philip J. Palmer (the "Affiant"), the former President of HLP III, Inc. (the "Corporation"), a Florida corporation, which was duly formed in Florida on May 28, 2004, and assigned corporate document P04000085157, and which was duly dissolved on August 24, 2004, who, being first duly sworn, deposes and states:

1. He was the President of the aforesaid Corporation.
2. The Affiant is familiar that the laws of the State of Florida provide that a name of a voluntarily dissolved corporation is not available for the assumption or use by another entity until 120 days after the effective date of dissolution, unless the dissolved entity provides the Florida Department of State with a notarized affidavit stating the corporation has no intention of revoking the dissolution, therefore, releasing the name for use to another entity.
3. The Affiant states that the Corporation has no intention of revoking the dissolution that was filed on August 24, 2004, therefore, the name of the Corporation is released for use by another entity.



Philip J. Palmer, former President of HLP III, Inc.

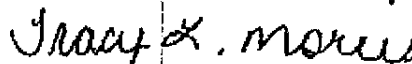
STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of September 2004, by Philip J. Palmer on behalf of the Corporation. The above-named person is personally known to me or has produced NA as identification. If no type of identification is indicated, the above-named person is personally known to me.

(NOTARY SEAL)



Tracy L. Morris  
My Commission ID287332  
Expires March 08, 2005



Signature of Notary Public

Tracy L. Morris

Print Name of Notary Public

I am a Notary Public of the State of Florida, and  
my commission expires on 3-8-08

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**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**HLP III, INC.**

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

HLP III, Inc.

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

26212 Madras Court  
Charlotte Harbor, Florida 33983

3. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

William M. Seider  
200 South Orange Avenue  
Sarasota, Florida 34236

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By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

6. Incorporator. The name and address of the incorporator of the Corporation is:

William M. Seider  
200 South Orange Avenue  
Sarasota, Florida 34236

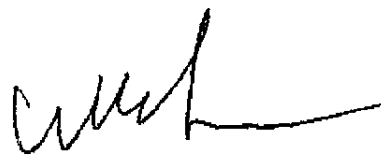
7. Officers and Directors. The names and addresses of the initial officers and directors of the Corporation are:

Philip J. Palmer                      Director, President, Secretary and Treasurer  
26212 Madras Court  
Charlotte Harbor, Florida 33983

Robert A. Morris, Jr.              Director and Vice President  
26212 Madras Court  
Charlotte Harbor, Florida 33983

8. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 31<sup>st</sup> day of August 2004.



William M. Seider  
Incorporator and Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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