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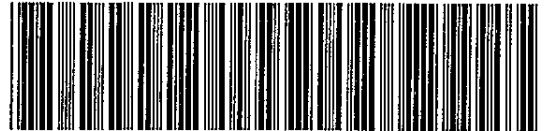
(Business Entity Name)

(Document Number)

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FILED
2004 DEC 10 PM 3:49
ALABAMA STATE
ALABAMA SECRETARY OF STATE

12/13/04

David Backer
9801 N. 21st Street
Tampa, Fl. 33612

November 29, 2004

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

Re: Tampa Bay Property Services, Inc. Articles of Incorporation

Dear Sir or Madam;

Enclosed herewith the original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is our check for \$78.75 for the filing fee and Certificate of Status. Please time stamp the enclosed copy and return it in the self addressed, stamped envelope.

Thank you for your consideration in this matter.

Sincerely,


David Backer.

Enclosures

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TALLAHASSEE FLORIDA
STATE

**ARTICLES OF INCORPORATION
OF
TAMPA BAY PROPERTY SERVICES, INC.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

TAMPA BAY PROPERTY SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 9801 N. 21st Street, Tampa, Fl. 33612, and the mailing address of the corporation shall be the same.

ARTICLE III 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 IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares common stock having one dollar (\$1.00) par value per share.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights. Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the fair market value thereof, a prorated portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of the stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor performed, personal property, or real property or leases thereof;

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments confirming on the holder the right to subscribe for or purchase from the corporation any shares of its stock on any class or classes.

ARTICLE VII TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign or pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of ten (10) days from the date of mailing. If the corporation fails or refuse within

such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his or her shares as he or she may see fit.

On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his or her death on the term set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each shareholder.

Each share certificate issued by the corporation shall have printed or stamped on it the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation".

ARTICLE VIII. INITIAL OFFICERS/DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its board of directors/officers, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) officers initially. The names and street addresses of the initial directors/officers are:

David Backer, president/director
9801 N. 21st Street
Tampa, FL 33612

Larry A. Matthews, II, vice president/director
2105 W. Farwell Drive
Tampa, Florida 33603

ARTICLE IX. INDEMNIFICATION

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified by the corporation against any and all claims and liabilities to which he or

she has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability, provided, however, that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with, any claim or liability arising out of his or her own willful misconduct or gross negligence. The right of indemnification herein above provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

ARTICLE X. INCORPORATOR

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

David Backer
9801 N. 21st Street
Tampa, FL 33612

ARTICLE XI. SHAREHOLDERS' RIGHTS

The affirmative vote of a majority of the shares of the corporation with or into an other corporation, to sell, lease, or convey all or substantially all the assets of the corporation, or to voluntarily dissolve, liquidate, or wind up its affairs. The presence, at any stock holders meeting, in person or by proxy, of the persons entitles to vote a majority of the shares of the corporation then issued an outstanding shall constitute a quorum for the transaction of business.

ARTICLE XII. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial Registered Agent of this Corporation is:

David Backer

9801 N. 21st Street
Tampa, FL 33612

ARTICLE XIII AMENDMENT

Unless otherwise set forth herein, the Corporation reserves the right, in accordance with the Florida Business Corporation Act, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned David Backer has hereunto set her hand and seal, on this 30th day of NOVEMBER, 2004.

David Backer
DAVID BACKER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, an officer duly authorized in the above mentioned state and county to take acknowledgments, personally appeared David Backer, known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness my hand and official seal in the above-mentioned count and state the 30th day of November, 2004.

Lonell Matthews
NOTARY PUBLIC

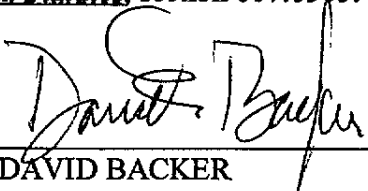
My Commission Expires
(Seal)



Lonell Matthews
Commission # DD326802
Expires July 25, 2008
Bonded Troy Fain - Insurance, Inc. 800-385-7019

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

David Backer, having a business office identical with the registered office of the corporation named above is familiar with and accepts the duties and responsibilities of the position of the Registered Agent under Florida Statutes, section 607.0505.



DAVID BACKER

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CLERK OF STATE
TALLAHASSEE FLORIDA