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John F. Welch

Attorney at Law

916 S. E. Font King Street

Post Office Box 833

Ocala, Florida 34478

*John F. Welch **

** Also Admitted in New York*

Telephone

(352) 732-9800

Facsimile

(352) 732-9803

December 22, 2004

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: CazRock Development, Corp.

Gentlemen:

Enclosed herewith please find an original and a copy of the Articles of Incorporation with Resident Agent Designation in duplicate for CazRock Development, Corp. I also enclose my trust account check in the amount of \$70.00 as payment for the filing fee.

Please forward your confirmation letter to my office upon completion of the filing process. Thank you in advance for your assistance in this matter.

Very truly yours,

John F. Welch

JFW:pli

Enclosures

**ARTICLES OF INCORPORATION
OF
CAZROCK DEVELOPMENT, CORP.**

**ARTICLE I
NAME**

The name of this corporation is: CAZROCK DEVELOPMENT, CORP.

**ARTICLE II
DURATION**

This corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of engaging in construction, residential building, buying and selling and shall further include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes, and further to perform the following:

(a) To do any and all acts and things for the purposes of attaining and furthering any of its objects, and to exercise any and all powers which a co-partnership or natural person could do or exercise, and which may now or hereafter be authorized by the laws of the State of Florida, it being intended that the officers of this corporation shall have full power to do and perform all the things which may be necessary, expedient or proper to be done in carrying out the business objects and powers of this corporation, whether the same be enumerated herein or incidental thereto.

(b) Engage in any activity or business permitted under the laws of the United States and of this state or which may hereafter be authorized and permitted under the laws of this state, it being intended that the officers of this corporation shall have full power to do and perform all things which may be necessary, expedient or proper to be done in carrying out the business objects and powers of this corporation, whether the same be enumerated herein or incidental thereto.

(c) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares and merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(d) To conduct business in, have one or more offices in and buy, hold,

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TALLAHASSEE, FLORIDA

mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and in all other states and countries.

(e) To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character business.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidences or indebtedness, created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV CAPITAL STOCK

(a) This corporation is authorized to issue 1,000 shares of common stock at a par value of \$1.00 per share.

(b) The capital stock of this corporation may be issued as and when the Board of Directors shall determine; and may be paid for in cash, labor, or services at a value to be fixed and determined by the Board of Directors. This corporation is intended to be a subchapter S corporation and the investors being George Casazza whose address is 1878 S. Old Mill Drive, Deltona, Florida 32725 and Faro Vitale whose address is 490 S. Orlando Avenue, Apartment 9, Cocoa, Florida 32931.

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as to that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 490 S. Orlando Avenue, Apartment 9, Cocoa, Florida 32931, and its mailing address is 1878 S. Old Mill Drive, Deltona, Florida 32725. The name of the initial registered agent of this corporation is Faro Vitale, 490 S. Orlando Avenue, Apartment 9, Cocoa, Florida 32931.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than two. The names and address of the initial directors of this corporation are: George Casazza, 1878 S. Old Mill Drive, Deltona, Florida 32725 and Faro Vitale, 490 S. Orlando Avenue, Apartment 9, Cocoa, Florida 32931.

ARTICLE VIII
INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are as the initial Board of Directors stated above.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed have executed these Articles of Incorporation this ____ of _____, 2004.



GEORGE CASAZZA

STATE OF Florida
COUNTY OF Volusia

The foregoing instrument was acknowledged before me this 21st day of December, 2004, by GEORGE CASAZZA, who is personally known to me or who produced Drivers License as identification and who did take an oath.

Notary Public



My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

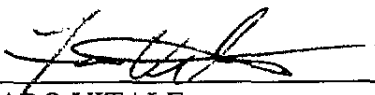
In pursuance of Florida Statute, Section 617.0501(Registered Office and Register Agent form), the undersigned, FARO VITALE, accepts the position as Registered Agent and the principal office for the corporation, **CAZROCK DEVELOPMENT, CORP.**, is 490 S. Orlando Avenue, Apartment 9, Cocoa, Florida 32931, County of Brevard, State of Florida, and hereby agrees to serve as Resident Agent to accept service of process within the State of Florida.

The principal mailing address of the corporation is identical to my residence address as stated above.

ACKNOWLEDGMENT

(Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



FARO VITALE
490 S. Orlando Avenue, Apt. 9
Cocoa, Florida 32931
Resident Agent