

P04000173591

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12/20/14--01005--021 **70.00

EFFECTIVE DATE

10-01-05

W04-46714

12-35

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

04 DEC 30 PM 3:44

FILED



Paul J. Marino, P.A.
Attorney at Law

Paul J. Marino
Admitted in FL & MD
Certified Circuit Court Mediator

Phone: (727) 461-0220
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E-mail: lawcorr@gte.net

Drubill Professional Center • 611 Druid Road East • Suite 512 • Clearwater • Florida • 33756
New Address: 251 Windward Passage – Suite "G"
Clearwater, Florida 33767

December 15, 2004

Registration Section
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Wild Horse Constructal, Inc.

Enclosed please find the original and one copy of the articles of incorporation for the above referenced company, together with our check in the amount of \$ 70.00 as the filing fee.

Please conform the enclosed copy and return it to this address.

Sincerely,


Paul J. Marino
Enclosure



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 22, 2004

PAUL J. MARINO, P.A.
251 WINDWARD PASSAGE STE G
CLEARWATER, FL 33767

SUBJECT: WILD HORSE CONSTRUCAL, INC.
Ref. Number: W04000046714

We have received your document for WILD HORSE CONSTRUCAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2005 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 004A00071068

12-28-04

Mr. Burch - Per our conversation, I am returning the Articles - The effective date of Jan. 1, 2005 is noted in Article III, P.3

Paul J. Marino

ARTICLES OF INCORPORATION
OF
WILD HORSE CONSTRUCTAL, INC.

We, the undersigned incorporator, to these Articles of Incorporation, a natural person, competent to contract, hereby make, subscribe, acknowledge and file this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

RECEIVED DATE
10-10-2

ARTICLE I
NAME OF CORPORATION
The name of the corporation is:
WILD HORSE CONSTRUCTAL, INC.

FILED
04 DEC 30 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II
PURPOSES OF BUSINESS

The general character, nature and purposes of the business to be transacted by this corporation is:

- (a) To operate a residential and commercial construction, improvement, remodeling, and renovation of buildings business and any activity associated therewith, which activity is engages in for profit.
- (b) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenance, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any building or other structure on or hereafter erected on any lands or interests in land, and any building or structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and

operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

- (c) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidence of indebtedness, and execute such mortgage, transfers of corporate indebtedness as required.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of 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 rights, powers and privileges of ownership, including the right to vote such stock.
- (g) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.
- (h) To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.
- (i) To engage in any and all lawful businesses, trades, occupations and professions.

- (j) To do any or all things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in the company with others, and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above-named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article shall be in anywise limited or restricted by reference or inference from the terms of any other object, powers or clauses of this Article or any other Articles; but, that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers, and in addition to the powers afforded Florida corporations by law.

ARTICLE III

TERM OF EXISTENCE

This corporation shall commence existence with an effective date of January 1, 2005 and these Articles of Incorporation being filed with the Secretary of the State of Florida, and shall exist perpetually.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time, with each having no par value (NPV) is 1000 shares of common stock.

- (a) Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.
- (b) If any officer, shareholder, agent or employee of the corporation shall attempt to hypothecate or pledge any shares of stock in the corporation to any person or in any manner prohibited by law or by the Articles of Incorporation or the by-laws of the corporation, make any assignment for the benefit of creditors, or if any except

is levied upon or any lien of any kind is imposed upon the shares of stock of any such shareholder, such officer, shareholder, agent or employee shall immediately sever all employment with, and financial interest in, the corporation.

- (c) No shareholder of this corporation and no personal representative of a deceased or incompetent shareholder may sell, transfer, or otherwise dispose of any of his shares in the corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale, transfer, or disposition may be made only after the same shall have been approved at a stockholders' meeting specifically called for such purpose, by such proportion, not less than a majority, of the outstanding stock, excluding the shares of stock proposed to be sold, transferred or otherwise disposed of, as may be provided from time to time in the by-laws. In such stockholders' meeting, the shares of stock proposed to be sold, transferred, or otherwise disposed of any not be counted or voted for any purpose.
- (d) No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
- (e) No shareholder shall as such have any preemptive or other preferential right to subscribe for, purchase, or receive any shares of stock of the corporation which it may issue or sell, whether out of the number of shares authorized by the Articles of Incorporation, or any amendment thereto, or out of shares acquired by the corporation after the issuance thereof, nor shall any shareholder as such have any preemptive or other preferential right to subscribe for, purchase or receive any bonds, debentures, or other obligations or securities which the corporation may issue or sell which are convertible into, or exchangeable for, stock, or to

which shall be attached or appertain any option or warranty or other instrument which shall confer upon the holders or owners of such obligation or security the right to subscribe for, purchase, or receive from the corporation any shares of its capital stock.

- (f) At all elections of directors of the corporation, each shareholder shall be entitled to vote as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a single Director , or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE V

INITIAL CAPITAL

The amount of the capital with which the corporation shall begin business shall be determined by the shareholder.

ARTICLE VI

ADDRESS

The initial street address of the principal office of this corporation shall be:

1765 S. Belcher Road
Clearwater, Florida 33764

The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII

SUBSCRIBER AND INCORPORATOR

The names and address of each subscriber of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Randy Sparklin	1765 S. Belcher Road Clearwater, Florida 33764

ARTICLE VIII

DIRECTORS

The business of the corporation shall be managed by its Board of Directors. The number of Directors constituting the entire Board shall be fixed by the by-laws of the corporation. The number of Directors constituting the entire Board shall be fixed by the by-laws of the corporation. In the absence of a by-law fixing the number of Directors, the number shall be one.

ARTICLE IX

INITIAL DIRECTOR(S)

The name and street address of each member of the first Board of Directors is as follows:

NAME

Randy Sparklin

ADDRESS

1765 S. Belcher Road
Clearwater, Florida 33764

The above-named Director shall hold office until the first annual meeting of the shareholders, and until their successors shall have been elected and qualified or until their earlier resignation, removal from office, or death.

ARTICLE X

REMOVAL OF DIRECTOR

Any Director of the corporation may be removed at any annual or special meeting of the shareholders by the same vote as that required to elect a Director, which vote shall be fixed in the by-laws.

ARTICLE XI

STOCK RESTRICTIONS

In addition to those restrictions specified above, the stockholders may enter into and adopt by agreement, by-laws or otherwise, limitations upon the transferability or assignment of stock conferring preemptive rights of purchase upon any or all stockholders, as conditions precedent to the sale of stock, provided that reference to any such limitation on transferability shall be noted on the face of the stock certificates of the corporation.

**ARTICLE XII
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon unless all the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

**ARTICLE XIII
SEVERANCE**

If any phrase, clause, paragraph or provision of these Articles of Incorporation is held void or illegal, it shall not impair or affect the rest of these Articles of Incorporation, and the incorporators do hereby declare that they would have signed and executed the remainder of these Articles without such void or illegal provision.

**ARTICLE XIV
INITIAL REGISTERED OFFICE AND AGENT**

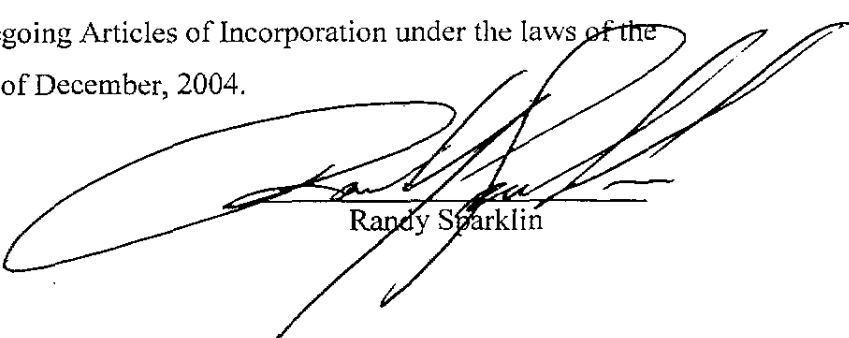
The street address of the initial registered office of this corporation is:

251 Windward Passage
Suite "G"
Clearwater, Florida 33767

and the name of the initial registered agent of this corporation is:

Paul J. Marino, Esquire

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the
State of Florida, this 15 day of December, 2004.


Randy Sparklin

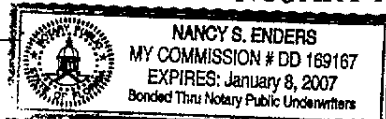
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, personally appeared RANDY SPARKLIN who is personally known to me or who produced Driver's License as identification, and who did not take an oath.

15th WITNESS my hand and official seal in the County and State above-named, this day of December, 2004.

Nancy S. Enders
NOTARY PUBLIC

My Commission Expires: _____



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

In compliance with Section 48.091, Florida Statutes, the following is submitted:
First, that Randy Sparklin desiring to organize or qualify under the laws of the State of Florida, within its principal place of business in the County of Pinellas, State of Florida has named Paul J. Marino, Esquire, located at 251 Windward Passage, Suite "G", Clearwater, Florida 33767 as its agent to accept service of process within Florida.

Paul J. Marino
(Corporate Officer)
President
Title
Dec. 15, 2004
Date

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Paul J. Marino
Paul J. Marino, Registered Agent
Dec. 15, 2004
Date