

P05000017781

(Requestor's Name)

LAW OFFICES OF  
HAMILTON & BUTTNER  
PROFESSIONAL ASSOCIATION  
4729 HIGHWAY 17, SUITE 203  
ORANGE PARK, FLORIDA 32003

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

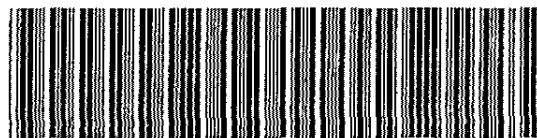
(Business Entity Name)

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TALLAHASSEE, FLORIDA

V. Ingram  
2/3/05

**LAW OFFICES OF  
HAMILTON & BUTTNER  
PROFESSIONAL ASSOCIATION  
4729 HIGHWAY 17, SUITE 203  
ORANGE PARK, FLORIDA 32003**

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**William A. Hamilton, III  
Frederic A. Buttner, III**

**Telephone (904) 278-3888  
Telefax (904) 278-3880**

January 20, 2005

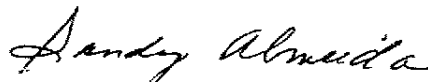
DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

Re: RHODEN POOL SUPPLIES, INC.

Dear Sir:

Enclosed herewith, please find the original and one copy for returning of the Articles of Incorporation on the above captioned along with your \$78.75 filing fee.

Very truly yours,

  
Sandy Almeida

enclosure



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

January 26, 2005

HAMILTON & BUTTNER, P.A.  
4729 HIGHWAY 17, SUITE 203  
ORANGE PARK, FL 32003

SUBJECT: RHODEN POOL SUPPLIES, INC.  
Ref. Number: W05000004179

We have received your document for RHODEN POOL SUPPLIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

The registered agent and street address must be consistent wherever it appears in your document.

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) 245-6962.

Valerie Ingram  
Document Specialist  
New Filings Section

Letter Number: 905A00005403

ARTICLES OF INCORPORATION

OF

RHODEN POOL SUPPLIES, INC.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

NAME

Section 1.1 Name. The name of the corporation is: RHODEN POOL SUPPLIES, INC.

**ARTICLE II**

DURATION

Section 2.1 Duration. The corporation shall exist perpetually.

**ARTICLE III**

PURPOSE

Section 3.1 Purpose. This corporation is for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$ .10 per share. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the board of directors; provided, however, that in the event such designation is not specifically made by the board of directors, said stock shall be deemed voting.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a majority of the holders of Common Stock of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

## **ARTICLE V**

### **INITIAL REGISTERED OFFICE AND AGENT PRINCIPAL OFFICE**

Section 5.1 Name and Address. The principal address of the registered office of this corporation is 6363 West River Circle, Macclenny, Florida, 32063, and the name of the registered agent of this corporation at that address is MARCUS W. RHODEN, SR. The principal address of the corporation is 6363 West River Circle, Macclenny, Florida, 32063. The mailing address for the corporation is P. O. Box 742, Macclenny, Florida, 32063-0742.

## **ARTICLE VI**

### **DIRECTORS**

Section 6.1 Number. This corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and street address of the members of the Board of Directors of the corporation:

MARCUS W. RHODEN, SR.  
6363 West River Circle  
Macclenny, Florida 32063

MARCUS W. RHODEN, JR.  
6363 West River Circle  
Macclenny, Florida 32063

RITA GALE RHODEN  
6363 West River Circle  
Macclenny, Florida 32063

Section 6.3 Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## ARTICLE VII

### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation were adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subjected to amendment or repeal by the Board of Directors.

## ARTICLE VIII

### INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation was:

MARCUS W. RHODEN, SR.  
6363 West River Circle  
Macclenny, Florida 32063

## ARTICLE IX

### AMENDMENT

Section 9.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Restated Articles this 20<sup>th</sup> day of January, 2005.


  
\_\_\_\_\_  
MARCUS W. RHODEN, SR.

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Florida Statutes 48.091 and 607.0501, the following is submitted:

RHODEN POOL SUPPLIES, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates MARCUS W. RHODEN, SR. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 6363 River Circle, Macclenny, Florida, 32063.

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

  
Name: MARCUS W. RHODEN, SR.  
Date: January 20, 2005

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CLAY COUNTY STATE  
NOTARY PUBLIC  
FLORIDA

STATE OF FLORIDA  
COUNTY OF CLAY

The foregoing instrument was acknowledged before me by MARCUS W. RHODEN, SR. who presented a Florida Drivers License as identification this 20 day of January, 2005.



NOTARY PUBLIC  
My commission expires:

