

PD5000017904

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

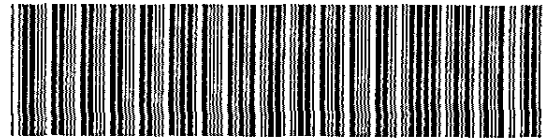
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000045421550

01/31/05--01023--015 \*\*78.75

FILED  
FEB 3 2005  
D. WHITE

D. WHITE FEB -3 2005

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ROTHAR ENTERPRISES, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☒ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status

**ADDITIONAL COPY REQUIRED**

FROM: Arthur G. Yeager, P.A.  
Name (Printed or typed)

245-1 East Adams Street  
Address

Jacksonville, Florida 32202-3336  
City, State & Zip

(904) 355-9631  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION  
OF  
ROTHAR ENTERPRISES, INC.

FILED

2005 JAN 21 P 3:48

DEPT. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, to wit: Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I – Name

The name of this corporation is ROTHAR ENTERPRISES, INC.

ARTICLE II – Nature of Business

The general nature of the business to be transacted by this corporation is: to establish and render a Business dealing with inventions, acquiring and maintaining patents and other intellectual property and licensing and sales thereof to other businesses and related services, open to the public, and do any and all things incidental to the purpose for which this corporation is formed and which are not prohibited by the laws of Florida.

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, merchandise, real and personal property, and services of every class, kind and description: except that is not to conduct a banking, safe deposit, trust, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition: nor shall this corporation engage in any business or activity which is now or may hereafter be prohibited under the Florida Statutes as expressed in Chapter 607.

To the extent that such activities are not prohibited under Chapter 607, Florida Statutes, or by any other laws of the State of Florida, this corporation shall be empowered as follows:

To conduct business in, have one or more offices in, and buy, hold, 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.

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

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

To 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 which owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To become a guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

To make gifts of its property or cash, either to charitable organizations or otherwise when deemed in the interest of the company.

To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the interest of the company.

To enjoy all of the powers, privileges and immunities now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation, which may be necessary or profitable.

### ARTICLE III – Capital Stock

The maximum number of shares of stock, which this corporation is authorized to have outstanding at any one time, is 200 shares of common stock having a par value of \$1.00 per share.

### ARTICLE IV – Initial Capital

The amount of capital with which this corporation will begin business is \$200.00.

### ARTICLE V – Term

This corporation shall have perpetual existence.

### ARTICLE VI – Address

The street address of the initial registered or principal office of this corporation in the State of Florida is:

245-1 EAST ADAMS STREET  
JACKSONVILLE, FLORIDA 32202-3336

and the name of its initial registered agent at such address is:

ARTHUR G. YEAGER

The Board of Directors may from time to time move the office to any other place in Florida.

### ARTICLE VII – Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

#### ARTICLE VIII – Initial Directors

The names and addresses of the members of the first Board of Directors of the corporation are:

THURMAN SASSER  
3781 N. CITRUS CIRCLE  
ZELLWOOD, FLORIDA 32798

ROGER L. MARTIN  
908 SYLVIA DRIVE  
DELTONA, FLORIDA 32725

ARTHUR G. YEAGER  
245-1 EAST ADAMS STREET  
JACKSONVILLE, FLORIDA 32202-3336

#### ARTICLE IX - Subscribers

The names and post office addresses of the subscribers of these Articles are:

THURMAN SASSER  
3781 N. CITRUS CIRCLE  
ZELLWOOD, FLORIDA 32798

ROGER L. MARTIN  
908 SYLVIA DRIVE  
DELTONA, FLORIDA 32725

ARTHUR G. YEAGER  
245-1 EAST ADAMS STREET  
JACKSONVILLE, FLORIDA 32202-3336

#### ARTICLE X

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any right conferred upon the stockholders is subject to this reservation.

The initial by-laws of this corporation shall be adopted by the directors. The by-laws may be amended from time to time by either the stockholders or the directors, but the directors may not alter or amend any by-law adopted by the stockholders.

Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

The stockholders may, through by-law provision or by stockholders' agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting, unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transactions by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This section shall not be construed to invalidate any contract or other transaction, which would otherwise be valid under the common and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provision 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 director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

## ARTICLE XI

The corporation shall indemnify any director, officer, or employee, or former director, officer, or employee of the corporation or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or

proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer, or employee may be entitled under any by-law, agreement, vote of shareholders, or otherwise.

IN WITNESS WHEREOF the subscriber has executed these Articles of Incorporation, the 27th day of January 2005, at Jacksonville, Duval County, Florida.

 (SEAL)  
ARTHUR G. YEAGER

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me personally appeared, ARTHUR G. YEAGER, known by me to be the person named in and who executed the foregoing Articles of Incorporation and he acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 27th day of January 2005.

  
NOTARY PUBLIC, State of Florida  
My Commission expires:

J. MOLTON SMITH, IV  
Notary Public, State of Florida  
My comm. exp. April 30, 2006  
Comm. No. DD 301914



ACKNOWLEDGEMENT: Having been named as the initial registered agent for this corporation at the initial registered or principal office designated in Article VI in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the laws of the State of Florida relative to keeping open said office.

Arthur G. Yeager (SEAL)  
ARTHUR G. YEAGER  
Registered Agent

FILED  
2017 MAR 31 PM 3:46  
CLERK OF COURT  
JACKSONVILLE  
FLORIDA