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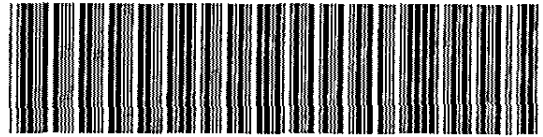
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/21/05--01047--018 **78.75

LAW OFFICE OF PETER BAKER, P.A.

TELEPHONE: (813) 277-0352
TELECOPIER: (813) 229-7640
E-MAIL: PBAKERLAW@AOL.COM

SUITE 101C
500 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602

OF COUNSEL TO:
BRICKLEYMYER SMOLKER & BOLVES, P.A.
500 EAST KENNEDY BOULEVARD, SUITE 200
TAMPA, FLORIDA 33602-4825

March 3, 2005

Department of State
Division of Corporations
(409 E. Gaines Street)
P. O. Box 6327
Tallahassee, FL 32314

Attention: Corporation Filing Group

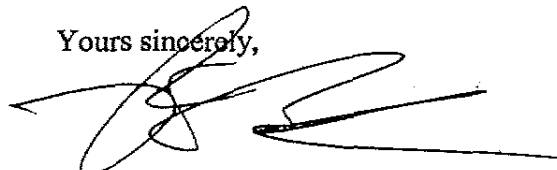
Re: Leather, Lace & Rodeo, Inc.
My File No. 05-310

Gentlemen:

Enclosed are an original and copy of Articles of Incorporation for the referenced entity, together with a check in the amount of \$78.75 made payable to the Florida Department of State to cover the filing fee for these Articles of Incorporation (\$35.00), for the Designation of Registered Agent (\$35.00), and for a certified copy of these items (\$8.75).

Please file the original Articles of Organization upon receipt and return the certified copy to me with the filing information in the enclosed, self-addressed, stamped envelope. Thank you for your assistance.

Yours sincerely,



Peter Baker

PB/pb
Enclosures

cc: Elizabeth Grace Baker

ARTICLES OF INCORPORATION
OF
LEATHER, LACE & RODEO, INC.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation for profit under Florida Statutes Chapter 607 of the laws of the State of Florida as follows:

ARTICLE I

Name

The name of the Corporation is: **Leather, Lace & Rodeo, Inc.**

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Department of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Nature of Business

The Corporation is organized to engage in any lawful business and service allowed under the laws of the State of Florida.

ARTICLE IV

Capital Stock

The Corporation shall be authorized to issue a maximum number of 1000 shares of capital stock which shall be designated Common Shares. The Common Shares shall be the only voting shares of capital stock issued by the Corporation. Each Common Share shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders shall have the right to vote.

ARTICLE V

Principal Office, Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 500 E. Kennedy Blvd., Suite 101 C, Tampa, Florida 33602 and the name of its initial registered agent at such address is Peter Baker. The address of the principal office of the Corporation will be the same unless a different address is provided in the Bylaws.

ARTICLE VI

Directors

The Corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that

the Corporation shall always have at least one director. The name and address of the initial director of the Corporation who shall serve until a successor is duly elected and qualified is:

Name

Address

Elizabeth Grace Baker

5734 Sweet Cherry Lane
Land O' Lakes, Florida 34639-3446

ARTICLE VII

Incorporator

The name and address of the incorporator signing these Articles of Incorporation is:

Name

Address

Peter Baker

500 E. Kennedy Blvd., Suite 101C
Tampa, Florida 33602

ARTICLE VIII

Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of the Corporation or in the shareholders of the Corporation, or both, as may be provided in the Bylaws.

ARTICLE IX

Indemnification

The Corporation shall indemnify each Director or Officer of the Corporation to the fullest extent authorized by Chapter 607, Florida Statutes, or as such law may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than such law permitted the Corporation to provide prior to such amendment) and as further provided in the bylaws of the Corporation.

ARTICLE X

Amendment

These Article of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of March, 2005.



Peter Baker

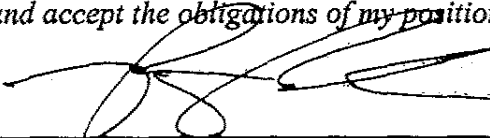
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE; ACCEPTANCE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE
A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA**

1. The name of the corporation is: **LEATHER, LACE & RODEO, INC.**
2. The name and the Florida street address of the registered agent are:

Peter Baker
500 East Kennedy Boulevard, Suite 101 C
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

Filing fee: \$35.00 for Designation of Registered Agent