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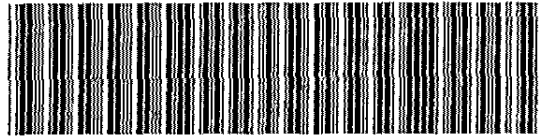
(Business Entity Name)

(Document Number)

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03/23/05--01035--028 **87.50

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05 APR -7 PM 2:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MD 4/7/05

TRANSMITTAL LETTER

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

SUBJECT: Pintail Properties FI, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75
Filing Fee	Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$87.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status
ADDITIONAL COPY REQUIRED	

FROM: Pintail PFL, Inc (care of R.W. Stanfield)
Name (Printed or typed)

Po Box 880263
Address

Port Saint Lucie Florida 34988
City, State & Zip

1-772-340-1749 Phone/Fax
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 30, 2005

R.W. STANFIELD
P.O. BOX 880263
PORT ST. LUCIE, FL 34988

SUBJECT: PINTAIL PROPERTIES FL. INC
Ref. Number: W05000016104

We have received your document for PINTAIL PROPERTIES FL. INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 245-6921.

Maryanne Dickey
Document Specialist Supervisor
New Filing Section

Letter Number: 405A00021550

Articles Of Incorporation
Of
Pintail Properties Fl. INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation which will be referred to as "the articles" is made as of May 19th 2003 by Pintail Properties, LLC a Georgia based company which will be collectively referred to as the "Members" or "Stock Holders" and individually as "Member" or "Stock Holder"

WHEREAS , The members desire to form a corporation pursuant to the Florida laws chapter 607 or 621 F.S. for a profit corporation.

WHEREAS , the members desire to set forth their respective rights, duties, and responsibilities with respect to such corporation.

ARTICLE I: Name of the corporation. The name of the corporation shall be "Pintail Properties FL. INC"

ARTICLE II : Principal office, Registered office, and Registered Agent. The initial principal place of business and registered office of the company in Florida is listed below. The company shall have or many change to additional offices as members may designate from time to time.

Physical address: 742 Sw Alton Circle Port Saint Lucie Fl 34953

Mailing address: P.O. Box 880263 Port Saint Lucie, Florida 34988

ARTICLE III : Purpose. The purpose of the corporation shall be (a) to develop, sell, lease, and own real property (b) to do any other lawful act permitted of the corporation under the Florida law. (c) Construction, Repair, Roofing, Landscaping etc...

ARTICLE IV : The number of shares that this corporation is authorized to have is as follows.

(a) There will be a total number of shares in the amount of five hundred (500) with a total value of one quarter (1/4) of one percent share or also referred to as five (5) percent of the total company. Witch ever way is is referred to 1/4 or 5% it will be called a "Share" in the corporation.

(b) Initial stock share of each Member / Stock Holder is as follows

<u>Member</u>	<u>Capital contribution</u>	<u>Stock Ownership Interest</u>
Pintail Properties LLC	\$100	500 1/4 (5%) shares totaling 100%

ARTICLE V : Additional Capital. A majority of the Members / Stock Holders shall determine whether the corporation requires additional capital in order to carry on it's business. If a majority of stockholders determine such additional capital is required, such additional capital can be contributed by the members / stock holders pro rated and in proportion to their respective percentage interests in the corporation, other sources such as loans or stock sale may be

approved by "the Board"

(a) No member shall be entitled to interest on , or to a return of , it's capital contributions except as specifically provided herein.

(b) Allocations of Profits and losses. All allocations of profits and losses for tax purposes shall be made to the stockholders in accordance with their percentage interest (shares)

(c) Distributions to Members. All distributions of cash or other property shall be made to the members / stock holders in accordance with their percentage share. Distributions shall be made only when approved by the Treasurer and the Board.

ARTICLE VI : Management . The business and affairs of the company shall be managed by the "Board"

(a) The "Board" shall contain two company officers the president and treasurer to began , at a later time the stock holders may vote to elect one to three extra board members, this vote must be unanimous.

(b) Limitation of Authority. No member shall have the authority to undertake any of the following actions unless such member has first obtained the consent of the Board or Treasurer.

1) The creation of any mortgage , charge, or encumbrance on any asset of the company other then any mortgage , lien, or encumbrance incurred in the ordinary course of business.

2) The sale of the assets of the company.

3) The acquisition, Financing, Refinancing, lease. Or sale of any real property.

4) The execution of any contract or loan agreement pursuant to which the corporation will make a aggregate investment exceeding \$1,000,000.00

ARTICLE VII : Liability : Indemnification. Each member shall have no liability to any other member or the corporation by virtue or any action taken by such member in good faith and shall have liability only for acts of bad faith, or willful misconduct. The members shall not have any personal liability on account thereof.

ARTICLE VIII : Competing Activities : Nothing in this agreement shall be deemed to restrict in any way the freedom of any member to conduct any business or activity whatsoever without any accountability to the corporation or the members even if such business or activity competes with the business of the company.

ARTICLE VIII :

(a) Wavier of rights of partition. Each of the members does hereby agree to and does hereby wavier any rights it might have to cause any of the assets of the corporation to be partitioned among the members or to file any complaint or to institute any proceeding at law or in equity to cause such partition.

(b) Modifications. No Change or modification of this agreement shall be valid or binding upon the members, nor shall any wavier of any term or condition in the future, unless such change or modification or wavier shall be in writing and signed by 100% of the members

(c) Binding effect. This agreement shall inure to the benefit of and shall be binding upon , the Members, their legal Representatives , Heirs , Successors, and Assigns or any other controlling body involved with control of stock in this corporation.

ARTICLE X : Name of permanent Officers and there titles. The below listed permanent Officers shall keep there position as long as the corporation exist , unless (a) they voluntarily resign there title and or position. (b) Upon there death (c)or at any point they no longer have stock in the corporation in witch case the members could vote the permanent officer out and elect a replacement.

Officer

R.W. Stanfield

R.W. Stanfield

Title

President, Registered Agent

Treasurer

ARTICLE XI : Incorporator. R.W. Stanfield P.O. Box 880263 Port Saint Lucie Fl 34988

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity.



Signature Registered Agent

March
Feb 14 2005

Date



Signature Incorporator

March
Feb 14 2005

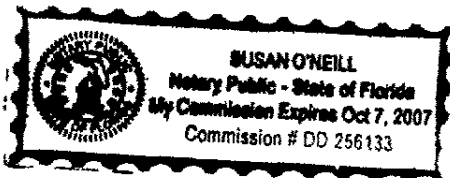
Date



Notary

3/15/05

Date



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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