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EFFECTIVE DATE

05 APR 25 PM 2: 43
SECRETARY OF STATE

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Iniformal, Inc.		
		Art of Inc. File
		LTD Partnership File
		Foreign Corp. File
		L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert. Copy
		Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
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# ARTICLES OF INCORPORATION OF UNIFORMAL, INC.

05 APR 25 PM 2: 43

SECRETARY OF STATE TALL AHASSEE FLORIDA

# ARTICLE 1.

# NAME AND ADDRESS

The name and principal office address of this Corporation is:



UNIFORMAL, INC. 5006 34th St. S. St. Petersburg, FL 33711

### ARTICLE 2.

# **DURATION**

This Corporation shall exist perpetually, commencing as of the date of execution of these Articles.

# ARTICLE 3.

#### **PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE 4.

# CAPITAL STOCK

This Corporation is authorized to issue **7,500** shares of **ONE DOLLAR** (\$1.00) par value common stock.

#### ARTICLE 5.

# **INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent and the street address of the initial registered office of this Corporation is:

G. BARRY WILKINSON, ESQUIRE 696 1st Avenue North, Suite 201 St. Petersburg, FL 33701

#### ARTICLE 6.

# INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this Corporation shall be as set forth below. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation are:

RANDAL A. KENNEDY 5006 34<sup>th</sup> St. South St. Petersburg, FL 33711

ROBERT A.J. BOWEN 5006 34th St. S. St. Petersburg, FL 33711

#### ARTICLE 7.

#### <u>INCORPORATOR</u>

The name and address of the person signing these Articles is:

G. BARRY WILKINSON, ESQUIRE 696 1st Avenue North, Suite #201 St. Petersburg, FL 33701

#### ARTICLE 8.

#### **CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE 9.

#### PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock

who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within thirty (30) days of his receipt of a written notice from this Corporation inviting him to exercise such right.

#### ARTICLE 10.

#### **INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE 11.

#### **BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### ARTICLE 12.

#### **AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22<sup>rd</sup> day of April, 2005.

G. Barry Wilkinson

"Incorporator"

# STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 22<sup>nd</sup> day of April, 2005, by G. Barry Wilkinson, who is personally known.

Notary Public, State of Florida

My Commission Expires:

Christine L. Allamanno
My Commission DD231313
Expires July 13, 2007

# ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

DATED this 22<sup>nd</sup> day of April, 2005

G. BARRY WILKINSON, ESQUIRE

"Registered Agent"