

P05000074720

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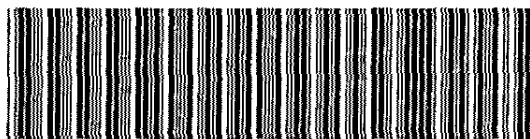
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 MAY 23 AM 8:36

7005-22982

D. Brown MAY 24 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

May 6, 2005

PRESTON D. COOK  
3712 S.E. ARTHUR STREET  
ARCADIA, FL 34266

SUBJECT: COOK'S ENTERPRISES, P.A.  
Ref. Number: W05000022982

We have received your document for COOK'S ENTERPRISES, P.A. 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 designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 505A00032647

P & S COOK'S ENTERPRISES, P.A.  
3712 S.E. Arthur Street  
Arcadia, FL 34266

May 16, 2005

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

As per your request, we have changed the name and enclosed is an original and two (2) copies of the Articles of Incorporation for P & S COOK'S ENTERPRISES, P.A.

If you have any questions, please do not hesitate to contact me.

Sincerely,

  
5-17-05  
Preston D. Cook  
President

Enclosures

ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION

05 MAY 23 AM 8:36

**P & S COOK'S ENTERPRISES, P.A.**

By these Articles of Incorporation the undersigned incorporator, a natural person competent to contract, and who is licensed or otherwise legally authorized to render the professional services of a licensed real estate sales person in the State of Florida, associates himself to form a professional services corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I

NAME AND DURATION

The name and street address of the initial office of the corporation is:

**P & S COOK'S ENTERPRISES, P.A.  
3712 S.E. Arthur Street  
Arcadia, FL 34266**

This corporation shall have perpetual existence.

ARTICLE II

PURPOSES

This corporation may engage in each and every aspect of the business of a licensed real estate sales person in the State of Florida, but only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services, and to engage in any other activity permitted from time to time for professional service corporations.

### ARTICLE III

#### COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.167 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles of Incorporation. More specifically, this corporation shall commence operations as of May 15, 2005.

### ARTICLE IV

#### CORPORATE STOCK

The aggregate number of shares that the corporation shall have authority to issue is ONE THOUSAND (1000) SHARES. All such shares shall be of a single class, designated as common, and shall be of \$ 1.00 par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

### ARTICLE V

#### INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of the corporation and the street address of the corporation's initial registered agent are:

Preston D. Cook  
3712 S.E. Arthur Street  
Arcadia, FL 34266

## ARTICLE VI

### MANAGEMENT OF CORPORATE AFFAIRS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (2) director whose name and address are as follows:

Preston D. Cook  
3712 S.E. Arthur Street  
Arcadia, FL 34266

Sheliah F. Cook  
3712 S.E. Arthur Street  
Arcadia, FL 34266

## ARTICLE VII

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the act or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

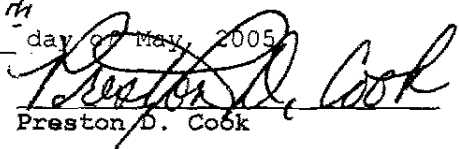
ARTICLE VIII  
INCORPORATOR(S)

The name and address of the initial incorporator(s) are:

Preston D. Cook  
3712 S.E. Arthur Street  
Arcadia, FL 34266

Sheliah F. Cook  
3712 S.E. Arthur Street  
Arcadia, FL 34266

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation this 18<sup>th</sup> day of May, 2005.

  
Preston D. Cook

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of  
process for the above named corporation, at the place designated in  
these Articles of Incorporation, and being familiar with the obligations  
of this position, I hereby accept the duties of registered agent, agree  
to act in this capacity, and I further agree to comply with the  
provisions of the Florida law relative to the proper and complete  
performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this  
Acceptance of Duties of Registered Agent on the 18<sup>th</sup> day of May,  
2005.

  
Preston D. Cook

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