

P05000110484

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CLERK OF COURT  
TALLAHASSEE, FLORIDA

05 AUG -8 AM 8:30

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**AFFORDABLE LEGAL CLINIC, INC.**

426 E. Highway 434 • Winter Springs, Florida 32708  
Post Office Box 180292 • Casselberry, Florida 32718-0292  
Telephone: (407) 327-5297 • Facsimile: (407) 327-8444 • e-mail: rainbow@iag.net

August 5, 2005

Secretary of State  
Division of Corporations  
Post Office Box 6327  
The Capitol  
Tallahassee, Florida 32399-6327

Re: FENCE PROFESSIONALS, INC.

Division of Corporations:

Enclosed please find two copies of the Articles of Incorporation and Registered Agents' Certificate for a new Florida corporation now being formed -- FENCE PROFESSIONALS, INC. **Please note under ARTICLE V that the initial CHAIRMAN/SECRETARY, CEO and PRESIDENT of the corporation are JOHN SPADE, EDDIE SPADE and STEVE SPADE, respectively.**

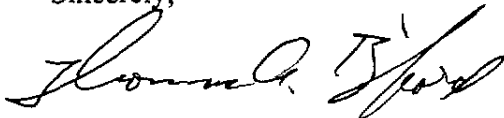
Also enclosed please find our check in the amount of \$70.00. This check includes payment for the following:

Filing fee	\$35
Registered Agent's Designation	<u>35</u>
<b>TOTAL</b>	<b>\$70.00</b>

Please send the duplicates of the Articles of Incorporation and Registered Agent's Certificate to Affordable Legal Clinic, Inc., 426 E. Hwy 434, Winter Springs, Florida 32708.

Your cooperation in this matter is appreciated.

Sincerely,



Thomas A. Binford

Enclosures  
TAB:rr

ARTICLES OF INCORPORATION  
OF  
**FENCE PROFESSIONALS, INC.**

FILED  
05 AUG - 8 AM 8:30  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME.

The name of this Corporation is FENCE PROFESSIONALS, INC.

ARTICLE II. DURATION.

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE.

This Corporation is organized to transact and carry on any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V. MANAGEMENT.

A. Pursuant to the provisions of Section 607.111, Florida Statutes, as the same exists upon the adoption of these Articles of Incorporation, the business of this Corporation may be managed by the shareholders of the Corporation, rather than by a Board of Directors.

B. Should the shareholders of the Corporation so elect, they may by resolution and bylaw establish a Board of Directors to manage the business of this Corporation. In such event, the shareholders shall prescribe the duties, functions and methods of operation of such Board of Directors with particularity and in appropriate bylaws. JOHN SPADE, EDDIE SPADE and STEVE SPADE shall be initial Chairman/Secretary, CEO and President of the corporation, respectively.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The mailing address of the initial registered agent of this Corporation is JOHN SPADE, 220 Columbus Circle, Longwood, Florida 32750. The principal street address of the Corporation is 220 Columbus Circle, Longwood, Florida 32750. The principal mailing address of the Corporation is 220 Columbus Circle, Longwood, Florida 32750. The name and address of the initial registered agent of this Corporation is JOHN SPADE, 220 Columbus Circle, Longwood, Florida 32750.

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is: JOHN SPADE, 220 Columbus Circle, Longwood, Florida 32750.

ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price per share at which shares are offered to others.

ARTICLE IX. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the shareholders representing a majority of the outstanding shares of the Corporation entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 3 day of AUG, 2005.

  
JOHN SPADE

STATE OF FLORIDA

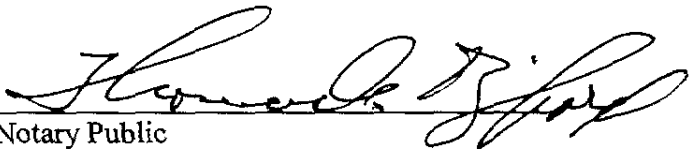
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgment, JOHN SPADE, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily and for the purposes therein expressed. JOHN SPADE presented PERSONALLY KNOWN as identification.

WITNESS my hand and official seal at Winter Springs, County of Seminole, State of Florida, this 3 day of AUG, 2005.



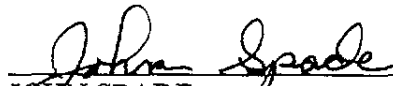
Thomas A. Binford  
My Commission DD248643  
Expires November 13, 2007

  
Notary Public

CERTIFICATE OF REGISTERED AGENT  
FOR  
**FENCE PROFESSIONALS, INC.**

DESIGNATION

I, JOHN SPADE, as the Incorporator named in the Articles of Incorporation of FENCE PROFESSIONALS, INC., a corporation for profit, hereby designate JOHN SPADE as Registered Agent for the service of process within the State of Florida for FENCE PROFESSIONALS, INC. The street address of the initial registered agent of this Corporation is 220 Columbus Circle, Longwood, Florida 32750. The principal street address of the Corporation is 220 Columbus Circle, Longwood, Florida 32750. The name and address of the initial registered agent of this Corporation is JOHN SPADE, 220 Columbus Circle, Longwood, Florida 32750. This designation is made in conformity with Florida Statutes Sections 48.092 and 607.1501 - .1505.

  
\_\_\_\_\_  
JOHN SPADE

ACCEPTANCE

I, JOHN SPADE, doing business at the street address of 220 Columbus Circle, Longwood, Florida 32750, do hereby consent to my appointment as Registered Agent for the service of process upon FENCE PROFESSIONALS, INC., a Florida corporation. I am familiar with and accept the obligation provided for in Florida Statutes Section 48.091 and 607.1501 - .1505.

  
\_\_\_\_\_  
JOHN SPADE

**FILED**  
05 AUG - 8 AM 8:30  
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JAIL DEPT. OF STATE  
TALLAHASSEE FLORIDA