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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 SEP 26 A 7 44

FILED

D. WHITE SEP 29 2005

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Subject: **Sanford Enterprises, Inc.**

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

**\$78.75 for Filing Fee and Certified Copy**

From:

**David L. Sanford  
2402 Jefferson Ct  
Sanford, FL 32771  
407-323-8710**



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 15, 2005

DAVID L SANFORD  
2402 JEFFERSON CT  
SANFORD, FL 32771

SUBJECT: SANFORD ENTERPRISES, INC.  
Ref. Number: W05000042995

We have received your document for SANFORD ENTERPRISES, INC. and your check(s) totaling \$78.75. 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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 605A00057082

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05 SEP 28 AM 11:02  
TALLAHASSEE, FLORIDA

# Articles of Incorporation

**FILED**

2005 SEP 26 A 7:44

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation, SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## **Article 1**

### **Name and Address**

The name of the corporation shall be:

**Sanford & Sons Enterprises, Inc.**

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## **Article 2**

### **Principal Place of Business**

The principal office of the corporation in the State of Florida shall be:

**2402 Jefferson Ct, Sanford, FL 32771**

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## **Article 3**

### **Specific Purpose of Business**

The specific purpose for which the corporation is organized is:

**Handy man services**

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## **Article 4**

### **Shares and Shareholders**

Section 1. The initial number of shares of stock for the corporation shall be:

**Section 2.** The **annual meeting of the shareholders** shall be held on the 1<sup>st</sup> day of September in each year, beginning with the year 2005, for the purpose of electing Officers and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall not be a normal business day or be a legal holiday in the State of Florida, such meeting shall be held on the next succeeding business day. If the election of Officers shall not be held on the day designated herein for any annual meeting of the shareholders, or at any adjournment thereof, the President shall cause the election to be held at a special meeting of the shareholders as soon thereafter as conveniently may be.

**Section 3.** **Special meetings of the shareholders**, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President and shall be called by the President at the request of the holders of *not less than fifty percent (50%) of all the outstanding shares* of the Corporation entitled to vote at the meeting.

**Section 4.** **Place of meeting.** The President may designate any place, either within or without the State of Florida, unless otherwise prescribed by statute, as the place of meeting for any annual meeting or for any special meeting. If no designation is made, the place of meeting shall be the principal office of the Corporation.

**Section 5.** **Quorum.** A majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If less than a majority of the outstanding shares are represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice.

**Section 6.** **Voting of Shares.** Each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote at a meeting of shareholders.

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## **Article 5**

### **Officers**

**Section 1.** **General Powers.** The business and affairs of the Corporation shall be managed by its Officers.

**Section 2.** A **regular meeting** of the Officers of the Corporation shall be held without other notice than this By-Law immediately after, and at the same place as, the annual meeting of the shareholders.

**Section 3. Special meetings** of the Officers of the Corporation may be called by or at the request of the President or any two Officers. The person or persons authorized to call special meetings of the Officers may fix the place for holding any special meeting of the Officers called by them.

**Section 4. Quorum.** A majority of the number of Officers shall constitute a quorum for the transaction of business at any meeting of the Officers, but if less than such majority is present at a meeting, a majority of the Officers present may adjourn the meeting from time to time without further notice.

**Section 5.** The act of the majority of the Officers present at a meeting at which a quorum is present shall be the act of the Officers of the Corporation.

**Section 6. Compensation.** By resolution of the Officers of the Corporation, each Officer may be paid his expenses, if any, of attendance at each meeting of the Officers of the Corporation, and may be paid a stated salary as Officer or a fixed sum for attendance at each meeting of the Officers of the Corporation or both. No such payment shall preclude any Officer from serving the Corporation in any other capacity and receiving compensation therefore.

**Section 7. Number of Officers.** The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer, each of whom shall be elected by the shareholders. The shareholders may leave unfilled for any such period as deemed necessary any office except those of President and Secretary. Any two or more offices may be held by the same person, except for the offices of President and Secretary, which may not be held by the same person. Officers may be shareholders of the Corporation.

**Section 8. Election and Term of Office.** The Officers of the Corporation shall be elected annually by the shareholders.

**Section 9. President.** The President shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation. He shall, when present, preside at all meetings of the shareholders and of the Officers of the Corporation. He may sign, with the Secretary, or any other proper Officer of the Corporation as elected by the shareholders, certificates for shares of the Corporation, any deeds, mortgages, bonds, contracts, or other instruments which the Officers of the Corporation have authorized to be executed, except in cases where the signing and execution thereof shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Officers of the Corporation from time to time.

**Section 10. Vice President.** In the absence of the President or in event of his death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or the Officers of the Corporation. If there is more than one Vice President, each Vice President shall succeed to the duties of the President in order of rank as determined by the Officers of the Corporation. If no such rank has been determined, each Vice President shall succeed to the duties of the President in order of date of initial election, the earliest date having the first rank.

**Section 11. Secretary.** The Secretary shall: a) keep the minutes of the proceedings of the shareholders and of the Officers of the Corporation in one or more minute books provided for that purpose; b) be custodian of the corporate records; c) keep a register of the post office address of each shareholder which shall be furnished to the Secretary by such shareholder; d) sign with the President certificates for shares of the Corporation, the issuance of which shall have been authorized by resolution of the Officers of the Corporation; e) have general charge of the stock transfer books of the Corporation; and f) in general perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned to him by the President or the Officers of the Corporation.

**Section 12. Treasurer.** The Treasurer shall: a) have charge and custody of and be responsible for all funds and securities of the Corporation; b) receive and give receipts for money due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of other articles of these By-Laws; and c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or Officers of the Corporation. If required by the Officers of the Corporation, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such sureties as the Officers of the Corporation shall determine.

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## **Article 6**

### **Initial Officers**

The initial officers of the corporation shall be:

**David L. Sanford, President, 2402 Jefferson Ct, Sanford, FL 32771**  
**Debra J. Sanford, Secretary, 2402 Jefferson Ct, Sanford, FL 32771**

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## **Article 7**

### **Indemnity**

The Corporation shall indemnify its officers and employees as follows:

- a) Every officer or employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in which he may become involved, by reason of his being or having been an officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as an officer, employee or agent of the Corporation or any settlement thereof, whether or not he is an officer, employee or agent at the time such expenses are incurred, except in such cases wherein the officer or employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Officers of the Corporation approve such settlement and reimbursement as being for the best interests of the Corporation.
- b) The Corporation shall provide to any person who is or was an officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as an officer, employee or agent of the Corporation the indemnity against expenses or suit, litigation or other proceedings which is specifically permissible under applicable law.
- c) The Officers of the Corporation, in their discretion, direct the purchase of liability insurance by way of implementing the provisions of the Article 7.

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## **Article 8**

### **Distributions**

The Officers of the Corporation may from time to time declare, and the Corporation may pay, distributions to its shareholders in the manner and upon the terms and conditions provided by law and its Articles of Incorporation.

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## **Article 9**

### **Amendments**



These Articles may be altered, amended or repealed and new Articles may be adopted by the Officers of the Corporation at any regular or special meeting of the Officers of the Corporation.

FILED

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**Article 10**  
**Registered Agent**

2005 SEP 26 A 7:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name and Florida street address of the registered agent of the Corporation is:

**David L Sanford, 2402 Jefferson Ct, Sanford, FL 32771**

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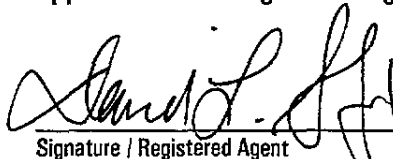
**Article 11**  
**Incorporator**

The name and address of the incorporator of the Corporation is:

**David L Sanford, 2402 Jefferson Ct, Sanford, FL 32771**

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

  
Signature / Registered Agent

**David L. Sanford**

9.24.05  
Date

  
Signature / Incorporator

**David L. Sanford**

9.24.05  
Date