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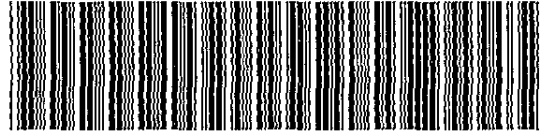
(Business Entity Name)

(Document Number)

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T. Hampton DEC 22 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 764588 81467A

AUTHORIZATION :

Susan Knight

COST LIMIT : \$ 96.25

ORDER DATE : December 19, 2005

ORDER TIME : 9:36 AM

ORDER NO. : 764588-005

CUSTOMER NO: 81467A

DOMESTIC FILING

NAME: CROSS COMPANIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY **QUANTITY OF 3****

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 20, 2005

CORPORATION SERVICE COMPANY

RESUBMIT

SUBJECT: CROSS COMPANIES, INC.
Ref. Number: W05000055713

We have received your document for CROSS COMPANIES, INC. and your check(s) totaling \$. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

The document number of the name conflict is P04000015945 (CROSS & COMPANY, INC.).

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6855.

Tammy Hampton
Document Specialist
New Filing Section

Letter Number: 405A0007277

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2006 DEC 21 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
CROSS COMPANIES OF VENICE, INC.**

The undersigned, with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation under and by virtue of the laws of the State of Florida as contained in the Florida General Corporation Act, Chapter 607, Florida Statutes, as amended the ("ACT").

ARTICLE 1: NAME

Name of the Corporation shall be: Cross Companies OF VENICE, INC.

ARTICLE 2: DURATION

The date of commencement of corporate existence shall be the date the Articles of Incorporation are filed with the Secretary of State, and the period of duration of the corporation shall be perpetual.

ARTICLE 3: PURPOSE AND POWERS

In general to have and exercise any and all power that corporations have and may exercise under the laws of the State of Florida, specifically including the provisions of Florida Statute §607.0302, and its amendments, except such powers as are inconsistent with the express provisions of these Articles of Incorporation.

ARTICLE 4: STOCK

The corporation shall have authority to issue 1,000 shares of common stock with a par value of \$1.00 per share. The corporation shall not have the authority to issue shares in series.

ARTICLE 5: PREEMPTIVE RIGHTS AND OTHER RESTRICTIONS

5.1 Statement of Preemptive Rights. After the subscription shares have been issued, each holder of shares in the corporation shall have the first right to purchase shares (and securities convertible to shares) of the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him

to exercise his preemptive rights.

5.2 Prohibition of Issued Shares for Other Than Money or Property. Shares in the corporation shall not be issued for consideration other than money, property or in payment of a debt of the corporation, without the unanimous consent of all shareholders.

5.3 Restrictions on Transfer of Stock. If any two or more shareholders or subscribers to stock of the corporation shall enter into any agreement restricting the right of any of them to transfer, encumber or otherwise dispose of any shares of stock of the corporation held by them, then all share certificates subject to such restrictions shall have a reference to the restrictions placed on the certificate and such stock shall not thereafter be transferred on the corporate books except in accordance with the provisions of such agreement. Stock transferred in violation of any such restrictions shall not be entitled to dividend or voting rights until there has been full compliance with the provisions of any such agreement.

ARTICLE 6: INITIAL REGISTERED OFFICE AND AGENT

The principal office address of the corporation is: 1585 Tarpon Center Dr., Suite 2, Venice, FL 34285.

The registered office address is: 1585 Tarpon Center Dr., Suite 2, Venice, FL 34285 and the name of the initial registered agent of the corporation at such address is: JOHN H. CROSS

ARTICLE 7: DIRECTORS

The initial Board of Directors shall consist of ONE member. The name and address of the person who is to serve as director until the first annual meeting of shareholders or until the successor is elected and qualified, or until the earlier resignation, removal from office or death, is as follows:

JOHN H. CROSS, 1585 Tarpon Center Dr., Suite 2, Venice, FL 34285

ARTICLE 8: OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until its successors are elected or appointed:

JOHN H. CROSS	1585 Tarpon Center Dr., Suite 2, Venice, FL 34285
President	
JUDITH L. CROSS	1585 Tarpon Center Dr., Suite 2, Venice, FL 34285
Secretary/Treasurer	

ARTICLE 9: INCORPORATOR

The name and address of the incorporator of this corporation is:

JOHN H. CROSS, 1585 Tarpon Center Dr., Suite 2, Venice, FL 34285

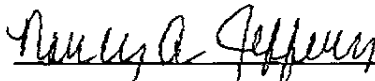
ARTICLE 10: PROVISIONS FOR THE REGULATION OF THE BUSINESS
AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION.

10.1 Meetings of Shareholders and Directors. Meetings of the shareholders and directors of the corporation may be held either within or without the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Board of Directors.

10.2 Bylaws. The initial Bylaws of the corporation shall be adopted by the Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the shareholders, but the affirmative vote of the holders of three-fourths (3/4) of the shares outstanding shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the corporation which are consistent with the Act and these Articles of Incorporation.

10.3 Contracts in which Directors have an Interest. No contract or other transaction of the corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this corporation is interested in or is an officer or director of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction' and each person who may become a director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, this 16th day of December, 2005.


NANCY A. JEFFERY

Printed:

Witness # 1


JOHN H. CROSS


TANYA M. WEISS

Printed:

Witness # 2

STATE OF FLORIDA

COUNTY OF SARASOTA

I, **NANCY A. JEFFERY**, Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that JOHN H. CROSS, being the incorporator referred to in the foregoing Articles of Incorporation, personally appeared before me and swore to the truth of the facts herein stated.

WITNESS my hand and official seal this 16th day of December, 2005.

My commission expires:



NANCY A. JEFFERY
MY COMMISSION # DD 431387
EXPIRES: May 22, 2009
Bonded Thru Budget Notary Services

Nancy A. Jeffery

Notary Public

Printed Name: **NANCY A. JEFFERY**

I, JOHN H. CROSS, having been named as Registered Agent in the foregoing Articles of Incorporation, hereby simultaneously accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

John H. Cross
JOHN H. CROSS

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TALLAHASSEE, FLORIDA