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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**st. francis financial, inc.**

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**ARTICLES OF INCORPORATION**

**OF**

**ST. FRANCIS FINANCIAL, INC.**

**ARTICLES I - NAME**

The name of this organization is St. Francis Financial, Inc.

**ARTICLE II - PURPOSE**

This company is organized for the purpose is to operate a retail cigar business and for any and all lawful business that is not forbidden by Florida corporation laws or by other laws, or by these Articles of Incorporation, and to carry out said purpose in any state, territory, district, or possession of the United States or in any foreign country, to the extent that these purposes are not forbidden by the laws of that state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this organization shall be located 14349 N. Dale Mabry Hwy., Tarpa, Florida 33618 and the Initial Registered Agent shall be Gregg S. Kamp, P.A., located at 6155 South Florida Avenue, Suite 10, Lakeland, Florida 33813.

**ARTICLE IV - INITIAL BOARD OF DIRECTORS**

**AND INTIAL AUTHORIZED STOCK**

The initial Board of Directors shall consist of (2) two members, who need not be a resident of the State of Florida, or shareholder of the organization. The number of directors may be increased from time to time by the by-laws. The initial issuance of stock shall be 1,000 shares, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one

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vote for each share on all matters on which shareholders have the right to vote. The name and address of the initial directors of this organization are:

Michael A. Bohinick  
16508 Lake Heather Drive  
Tampa, Florida 33618

#### **ARTICLE V - DURATION**

The period of duration of this organization is perpetual.

#### **ARTICLE VI - INCORPORATE**

The name and address of the person signing these Articles of Incorporation is Michael A. Bohinick 16508 Lake Heather Drive, Tampa, Florida 33618.

#### **ARTICLE VII - OFFICERS OF THE CORPORATION**

The initial officer of the corporation shall be:

Michael A. Bohinick	Chief Executive Officer and President
Michael H. Bohinick	Vice President

#### **ARTICLE VIII - INDEMNIFICATION**

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

#### **ARTICLE IX - AMENDMENT**

This organization reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26 day of January, 2006.

Michael A. Bohnick  
MICHAEL A. BOHNICK

STATE OF FLORIDA  
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared Michael A. Bohnick who is to me well known and to be the person described in and who executed and subscribed the above Articles of Incorporation, and he did so freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Lakeland, Polk County, Florida, this 26 day of January 2006.

Brenda Lynn Fornance  
Notary Public/State of Florida



**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.05, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the required office/registered agent, in the State of Florida.

1. The name of the corporation is St. Francis Financial, Inc.
2. The name and address of the registered agent is:

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Gregg S. Kamp, P.A.  
6155 South Florida Ave., Suite 10  
Lakeland, Florida 33813

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT  
SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF  
MY POSITION AS REGISTERED AGENT.

Signature:

  
Gregg S. Kamp

Date:

  
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