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J. BŘENT BARNAKY MARK A. OSSIAN *X JOSEPH R. PARKY MICHAEL J. PARK

PARK AND OSSIAN, P.A.

—ATTORNEYS AT LAW—

PLEASE REPLY TO:
P.O. BOX 5088
CLEARWATER, FLORIDA 33758

PHONE (727) 726-3777 FAX (727) 797-6463

± BOARD CERTIFIED CIVIL TRIAL LAWYER
* CERTIFIED FAMILY MEDIATOR

*CERTIFIED PUBLIC ACCOUNTANT

February 2, 2006

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation of DGC, Inc.

Dear Sir or Madam:

Enclosed for filing, please find an original and one copy of the Articles of Incorporation for DGC, Inc. Also enclosed is a check in the amount of \$70.00 to cover the following costs:

Filing Fee \$35.00

Designation of Registered Agent 35.00

Total: \$70.00

Please contact me immediately should you have any questions or concerns.

Very truly yours,

Bonnie D. Trujillo, CLA

BDT/tm Enclosures J. BRENT BARNAKY MARK A. OSSIAN ** JOSEPH R. PARK± MICHAEL J. PARK

± BOARD CERTIFIED CIVIL TRIAL LAWYER

* CERTIFIED FAMILY MEDIATOR

* CERTIFIED PUBLIC ACCOUNTANT

PARK AND OSSIAN, P.A.

PLEASE REPLY TO: P.O. BOX 5088

--Attorneys at Law-

RECEI OLEANNATER, FLORIDA 33758

06 APR 10 PH 2 20 (727) 726-377

. ~ EAX (727) 797-6463

April 7, 2006

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation of DGC ET AL., Inc.

Dear Sir or Madam:

Enclosed for filing, please find an original and one copy of the Articles of Incorporation for DGC ET AL., Inc. As instructed in your letter of March 29, 2006 (which is enclosed), we have updated the document accordingly.

Please contact me immediately should you have any questions or concerns.

Very truly yours,

Bonnie D. Trujillo, CLA

BDT/tm Enclosures



March 29, 2006

PARK AND OSSIAN, PA P.O. BOX 5088 CLEARWATER, FL 33758

SUBJECT: DGC ET AL., INC. Ref. Number: W06000006215

APR 0 3 2006

Michael J. Park

We have received your document for DGC ET AL., INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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: 006A00009368

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FLORIDA DEPARTMENT OF STATE MAR 29 PM 12: 13 Division of Corporations

February 8, 2006

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PARK AND OSSIAN, PA P.O. BOX 5088 CLEARWATER, FL 33758

SUBJECT: DGC, INC.

Ref. Number: W06000006215

We have received your document for DGC, INC. and your check(s) totaling \$70.00. 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) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 006A00009368

ARTICLES OF INCORPORATION

<u>of</u>

DGC ET AL., INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby form a corporation for profit under the Florida General Corporation Act under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is: DGC ET AL., INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities of business permitted under the laws of the United States, State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of such shares of capital stock may be paid, in whole or in part, in cash, or in other property (tangible or intangible), at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non-assessable.

ARTICLE IV - TERM OF EXISTENCE

The date when corporate existence shall begin is as of the date of execution of

these Articles of Incorporation by the subscribers, and the corporation shall exist perpetually thereafter unless dissolved by law.

ARTICLE V - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 1481 Marjohn Avenue, Clearwater, Florida 33756. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VI - BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be one (1). The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).
- B. The names and street addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified are:

NAMES ADDRESS

Denise G. Clapper 1481 Marjohn Avenue, Clearwater, Florida 33756

- C. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders, for any reason.
- D. In case one or more vacancies shall occur in the Board of Directors by reasons of death, resignation or otherwise, the vacancies shall be filled by vote of the

holders of a majority of stock entitled to vote thereon at the next annual meeting or at a special meeting called for the purpose of filling such vacancies.

ARTICLE VII - INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation is:

<u>NAMES</u>

ADDRESS

Denise G. Clapper

1481 Marjohn Avenue, Clearwater, Florida 33756

ARTICLE VIII - BY-LAWS

A. The power to adopt the By-Laws of this Corporation to alter, amend or appeal the By-Laws, or adopt new By-Laws shall be vested in the Board of Directors of this Corporation; provided, however, that any By-Law or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by all of the stockholders entitled to vote thereon, or a new By-Law in lieu thereof may be adopted by vote of the stockholders.

B. The By-Laws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, contrary to the laws of the State of Florida or of the United States.

<u>ARTICLE IX - AMENDMENT</u>

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Board of Directors, proposed by them to the

stockholders and approved at a stockholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - REGISTERED AGENT

Denise G. Clapper, whose address is 1481 Marjohn Avenue, Clearwater, Florida 33756, is authorized to accept service of process as registered agent for this corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals day of December, 2005.

Denise G. Chapper

STATE OF FLORIDA COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this ______ day of April, 2006, by Denise G. Clapper, who is personally known to me or who has produced as identification and who did take an oath.

NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of law relative to keeping open the corporation's office.

The undersigned is familiar with and accepts the duties and obligations of Section 607.325, Florida Statutes.

Dated this ______ day of April, 2006.

Penise G. Clappe