PD 7000009539

(Re	questor's Name)	
(Ad	dress)	
(Ad	dress)	
(Cit	y/State/Zip/Phone	· #)
<u>_</u>	₩AIT	MAIL
(Bu	siness Entity Nam	ne)
(Do	cument Number)	
Certified Copies	_ Certificates	of Status
Special Instructions to Filing Officer:		

Office Use Only



300084573573

FILED

O7 JAN 22 PH 3: 29

SHORET ARY OF STATE
SHORET AREA SEE, FLORIDA

07 JAN 22 AM 10: 53
DEPARTICAL OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDAS

D. WHITE JAN 23 2007



ACCOUNT NO. : 07210000032
REFERENCE : 721982 118517A
AUTHORIZATION :
COST LIMIT : STEP SE MAN
ORDER DATE : January 22, 2007
ORDER TIME : 9:49 AM
ORDER NO. : 721982-005
CUSTOMER NO: 118517A
DOMESTIC FILING
NAME: AMDUTCH INDUSTRIES, INC.
EFFECTIVE DATE: 1/9/2007
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Doreen Wallace - EXT. 2928
EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

FILED

OF

07 JAN 22 PM 3: 29

AMDUTCH INDUSTRIES, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of AMDUTCH INDUSTRIES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

AMDUTCH INDUSTRIES, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

13215 38th Street North Clearwater, FL 33762

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding at any time is 40,000 shares of common stock having a par value of \$.01 per share and divided into 20,000 shares of Class A common stock and 20,000 shares of Class B common stock. The corporation is not authorized to issue fractional shares of its common stock. consideration to be paid for each share of common stock shall be fixed by the Board of Directors. Consideration for either class of common stock may consist of any tangible or intangible property or benefit to the corporation, including, but not limited to, cash, promissory notes, services performed, other securities of the corporation, or promises to perform services for the corporation that are evidenced by a written contract with a value, which in the judgment of the Board of Directors, is adequate. The corporation has the right to purchase or otherwise acquire shares of its own capital stock to the extent provided by law, its Bylaws, these Articles of Incorporation, or any agreement duly executed on behalf of the corporation.

Except as otherwise set forth in these Articles of Incorporation, the Class A common stock and Class B common stock shall vote together as a single voting group and, voting together as a single voting group, shall approve all corporate actions requiring shareholder approval and nothing in these Articles of Incorporation shall require a separate vote of either the Class A common stock

or Class B common stock to approve or authorize any such corporate action unless otherwise expressly stated in these Articles of When any shares of Class A common stock are Incorporation. outstanding, the Class A common stock, voting separately as a single voting group, shall have the right to elect a minority (the largest whole number less than one-half) of the directors of the corporation, or, if the number of directors of the corporation is fewer than three, the Class A common stock shall not be entitled to elect directors of the corporation. The Class A common stock, voting separately as a single voting group, shall have the exclusive right to remove a director of the corporation elected by the Class A common stock or to elect a director to fill a vacancy resulting from the death, removal, or resignation of a director who was elected by the Class A common stock. The Class B common stock, voting separately as a single voting group, shall have the right to elect a majority (the smallest whole number greater than one-half) of the directors of the corporation, or, if the number of directors of the corporation is fewer than three, the Class B common stock shall elect all the directors of the corporation. The Class B common stock, voting separately as a single voting group, shall have the exclusive right to remove a director of the corporation elected by the Class B common stock or to elect a director to fill a vacancy resulting from the death, removal, or resignation of a director who was elected by the Class B common In addition, the Class B common stock, voting separately as a single voting group, shall have the right to approve or disapprove the following corporate actions:

- (i) the issuance or reissuance of any shares of Class A common stock or Class B common stock;
- (ii) the involuntary termination of employment of an officer or employee who owns shares of Class B common stock; or
- (iii) the amendment of the corporation's Bylaws or Articles of Incorporation.

The Class A common stock and Class B common stock together constitute a single voting group for all corporate actions requiring shareholder approval except when a separate vote of the Class A common stock or Class B common stock is required.

Except as set forth in these Articles of Incorporation, the Class A common stock and Class B common stock are voting stock entitled to participate equally in all distributions declared by the corporation's Board of Directors, and have the same preferences, limitations, and relative rights.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director are:

Name

Address

Peggy E. Jennings

18022 Pinnacle Court Tampa, FL 33647

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Jeffery M. Fuller.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Jeffery M. Fuller 400 North Ashley Drive, Suite 1500 Tampa, Florida 33602

EXECUTION DATE: January 19, 2007

offery)M. Fuller s incorporator

lb\jenning\amdutch\articles.1-18-07

AMDUTCH INDUSTRIES, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That AMDUTCH INDUSTRIES, INC., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, has named Jeffery M. Fuller, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for AMDUTCH INDUSTRIES, INC. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: January 19, 2007

Fuller Registered Agent

 $lb\jennings\amdutch\articles.1-18-07$

OT JAN 22 PH 3: 29
SECRETARISE FLORIDA