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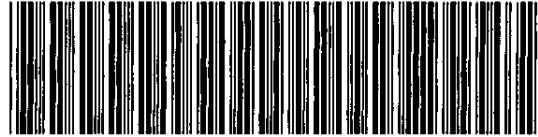
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/18/07

COVER LETTER

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07 APR 18 PM 3:43

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Sprinkle Consulting Properties, Inc.

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of Status

☐ \$78.75
Filing Fee &
Certified Copy

☒ \$87.50
Filing Fee, Certified
Copy & Certificate of
of Status

FROM: Robert R. Sprinkle and Bruce W. Landis
18115 U.S. Hwy. 41 N., Suite 600
Lutz, FL 33548
(813) 949-7449

ARTICLES OF INCORPORATION

Of

SPRINKLE CONSULTING PROPERTIES, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of the state of Florida these articles of incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

ARTICLE I

Name

The name of the corporation shall be Sprinkle Consulting Properties, Inc.

ARTICLE II

Principal Place of Business

The principal place of business of the corporation shall be located at 18115 U.S. Highway 41 North, Suite 600, Lutz, Florida, 33548, with any other place of business as may be determined and fixed by the board of directors from time to time.

ARTICLE III

Nature of Business

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be as follows:

- (a) To buy and sell in its own right or to act as broker, agent, commission merchant, consignee or factor for others upon commission or otherwise, in buying and selling real and personal property of every kind and description; to act as finance or business agent or representative for domestic or foreign corporations, both private and municipal, and for individuals, partnerships, associations, governments, and other public or private bodies.

- (b) To engage in every aspect and phase of the business of investment and ownership or property.
- (c) To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, convey, deed or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to engage in any activity or business permitted under the laws of the United States and the State of Florida; except that it is not to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.
- (d) To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, deed, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries.
- (e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences or indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- (f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of or any bond, securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To purchase, sell, hold and re-issue the shares of its capital stock.

- (i) To carry on any or all of its operations and business and to promote its object within the State of Florida, or elsewhere, without restrictions as to the place or amount.
- (j) To do any or all things herein set forth to the extent that natural persons might or could do in any part of the world as principals, agents, contractors, or otherwise, alone, or in the company of others.

ARTICLE IV Capital Stock

This corporation is authorized to issue 10,000 shares of common voting stock. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

ARTICLE V Powers

This corporation shall have all powers conferred by the laws of the state of Florida on corporations.

ARTICLE VI Shareholders' Rights

- (a) Each share of stock in this corporation shall entitle the holder thereof to one vote at any meeting of the corporation's shareholders.
- (b) There shall be no cumulative voting of the stock entitled vote in the election of directors of this corporation.
- (c) No holder of any class of stock of this corporation shall have any preemptive or preferential right to subscribe to , purchase, or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class of stock of the corporation issued or sold or proposed to be issued or sold or with respect to which options or warrants shall be granted; but all these

shares of stock of any class or notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class may be issued and disposed of or sold by the board or directors on terms and for consideration, as far as may be permitted by law, and to any person or persons who are qualified to be shareholders as the board of directors may determine.

ARTICLE VII

Initial Registered Office and Agent

The name and street address of the initial registered agent of this corporation is Robert R. Sprinkle, 18115 U.S. Highway 41 North, Suite 600, Lutz, Florida, 33548.

ARTICLE VIII

Term of Existence and Fiscal Year

This corporation shall begin existence on the date of filing of these articles with the Secretary of State of the state of Florida and shall have perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1st of each year.

ARTICLE IX

Directors

This corporation shall initially have four directors. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE X
Officers

The names and post office addresses of the officers of the corporation, who, subject to the provisions of the bylaws and the laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

<u>Office</u>	<u>Name and Post Office Address</u>
President/Treasurer	Bruce W. Landis 18115 U.S. Hwy. 41 N., Suite 600 Lutz, FL, 33548
Vice President/Secretary	Robert R. Sprinkle 18115 U.S. Hwy. 41 N., Suite 600 Lutz, FL, 33548

ARTICLE XI
Initial Directors

The name and street address of the initial directors of this corporation, who, subject to the provisions of the bylaws and laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

Robert R. Sprinkle
18115 U.S. Hwy. 41 North, Suite 600
Lutz, FL 33548

Bruce W. Landis
18115 U.S. Hwy. 41 North, Suite 600
Lutz, FL 33548

Judith W. Sprinkle
18115 U.S. Hwy. 41 N., Suite 600
Lutz, FL 33548

Diane S. Landis
18115 U.S. Hwy. 41 N., Suite 600
Lutz, FL 33548

ARTICLE XII
Names and Post Office Addresses of Subscribers

The names and post office addresses of the subscribers to the capital stock of this corporation and the number of shares each agrees to take, are as follows:

<u>Name and Post Office Address</u>	<u>Number of Shares</u>
Robert R. Sprinkle Trust	1,000
Bruce W. Landis and Diane S. Landis	1,000

ARTICLE XIII
Transactions with Corporations

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation has a pecuniary or other interest in any other corporation, or is a director or officer of any other corporation. Any director or officer individually, or any firm of which any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the board of directors. Any director or officer of this corporation who is also a director or officer of any other corporation or member of any other firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any contract or transaction, with like force and effect as if the person were not an officer or director of any other corporation or member of any other firm, or not so interested.

ARTICLE XIV
Bylaws

- (a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the board of directors of this corporation.

- (b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the state of Florida or of the United States.

ARTICLE XV Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XVI Incorporators

The names and post office addresses of the incorporators of this corporation are as follows:

Robert R. Sprinkle
18115 U.S. Hwy. 41 N., Suite 600
Lutz, Florida, 33548

Bruce W. Landis
18115 U.S. Hwy. 41 N., Suite 600
Lutz, Florida, 33548

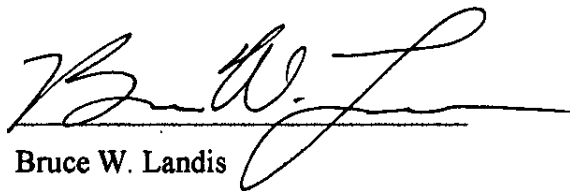
ARTICLE XVII Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation on this 16th day of April, 2007.



Robert R. Sprinkle



Bruce W. Landis

Having been named as registered agent to accept service of process for the above named 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.



Robert R. Sprinkle

4/16/07
Date

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07 APR 18 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA