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(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

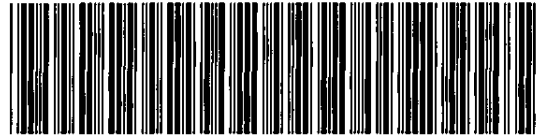
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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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no \$ fee

Office Use Only

2567  
W07-61770



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01/11/08--01005--001 \*\*78.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JAN - 7 PM 4: 52

J. 1/10/08

**COVER LETTER**

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DIVISION OF CORPORATIONS

08 JAN -7 PM 4:52

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

**SUBJECT: Stierheim & Wesson Retail Realty, Inc.**

**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

FROM: Earl A Wesson Jr  
Name (Printed or typed)

671 Garland Circle  
Address

Indian Rocks Beach, FL 33785  
City, State & Zip

727-595-6433  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

08 JAN -7 AM 8:00

DIVISION OF CORPORATIONS

December 24, 2007

EARL A WESSON JR.  
671 GARLAND CIRCLE  
INDIAN ROCKS BEACH, FL 33785

SUBJECT: STIERHEIM & WESSON RETAIL REALTY, INC.  
Ref. Number: W07000061770

We have received your document for STIERHEIM & WESSON RETAIL REALTY, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

An effective date may be added to the Articles of Incorporation if a 2008 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 corrected 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) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 407A00071391

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF STIERHEIM & WESSON RETAIL REALTY, INC.**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation shall be:  
Stierheim & Wesson Retail Realty, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business/ mailing address is:  
671 Garland Circle  
Indian Rocks Beach, FL 33785

**ARTICLE III  
PURPOSE**

The purpose for which the corporation is organized is:  
The transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE IV  
SHARES**

The number of shares of stock is:  
5,000 with a \$1.00 par value

**ARTICLE V  
INITIAL OFFICERS AND/OR DIRECTORS**

Earl A. Wesson, Jr - President and Director

**ARTICLE VI  
REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:  
Earl A. Wesson Jr  
671 Garland Circle  
Indian Rocks Beach, FL 33785

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STOCK TRANSFER RESTRICTION. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and the price offered in good faith and in writing by any proposed purchaser.

**ARTICLE X  
BYLAWS**

The bylaws 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 the Articles of Incorporation, or contrary to the laws the State of Florida or of the United States.

**ARTICLE XI  
AMENDMENT OF ARTICLES OF INCORPORATION**

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

**ARTICLE XII  
POWERS OF INCORPORATORS**

The powers of the incorporators cease upon filing of the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles for the uses and purposes therein stated.

  
EARL A. WESSON, JR.

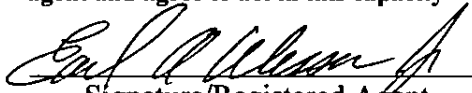
**ARTICLE VII  
INCORPORATOR**

The **name and address** of the Incorporator is:

Earl A. Wesson Jr  
671 Garland Circle  
Indian Rocks Beach, FL 33785

\*\*\*\*\*

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

  
\_\_\_\_\_  
Signature/Registered Agent

12/19/07  
Date

  
\_\_\_\_\_  
Signature/Incorporator Date

12/19/07  
Date

**ARTICLE VIII  
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders. Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE IX  
OTHER PROVISIONS**

**PREEMPTIVE RIGHTS.** The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

**DIRECTOR OR OFFICER INTEREST.** In the absence of fraud, no transaction between this corporation and any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

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**CERTIFICATE OF DESIGNATION  
OF REGISTERD AGENT / REGISTERED OFFICE  
OF WESSON REALTY AND DEVELOPMENT, INC.**

PURSUANT TO THE PROVISIONS OF THE STATE OF FLKORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED AGENT / REGISTERED OFFICE, IN THE  
STATE OF FLORIDA.

The name and address of the registered agent and office are:  
EARL A. WESSON, JR., 671 GARLAND CIRCLE, INDIAN ROCKS BEACH,  
FLORIDA 33785

Having been named as the registered agent and to accept service of the 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.

Dated this 19 day of DECEMBER, 2007

  
\_\_\_\_\_  
EARL A. WESSON, JR.

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