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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
4/23

**TRANSMITTAL LETTER**

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

**SUBJECT:** A-1 MINIATURE GOLF DESIGN & CONSTRUCTION, INC.  
(Proposed corporate name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

     \$70.00  
Filing Fee & Registered  
Agent Designation

  X   \$78.75  
Filing Fee, Registered Agent Designation  
& Certified Copy

**FROM:** D. Michael Clower, Esq.  
Name  
322 Silver Beach Avenue  
Address  
Daytona Beach, FL 32118  
City, State & Zip Code  
(386) 239-0100  
Daytime Telephone Number

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**A-1 MINIATURE GOLF DESIGN & CONSTRUCTION, INC.**

I, the undersigned, do hereby form the above corporation and to that end do hereby certify to the facts hereinafter set forth, as required by law.

**I**

The name of the proposed corporation shall be:

A-1 Miniature Golf Design & Construction, Inc.

**II**

The general nature of the business to be transacted is as follows, to-wit:

1. Primary purpose will be the design and construction of miniature golf courses and related business activities.
2. To purchase or otherwise acquire and to hold and to own or to sell, assign, transfer, mortgage, pledge or otherwise dispose of real or personal property which the corporation might own or hold.
3. To borrow or to raise monies for any of the purposes of the corporation, to issue bonds, notes or other obligations for monies so borrowed and to secure the payments thereof, and of the interest thereon, in whole or in part, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the property of the corporation, real or personal, including contracts and other rights, franchises and privileges and also its income, profits, stocks, bonds and other securities of other corporations, associations, individuals or others, whether at the time owned or thereafter acquired; and to sell or pledge such bond or notes or other obligations of the corporation for its proper corporation purposes; also to loan or advance money upon

mortgaged on real or personal property, or either of them or otherwise so far as shall be necessary or desirable in the conduct of the business of the corporation and not inconsistent with the laws of the State of Florida.

4. To conduct its business in other states, in territories and in foreign countries subject to the laws of such state, district, territory, colony or country.

5. Without in any way limiting the foregoing purpose, it is hereby declared and provided that the corporation shall have power to do any and all acts and things that may be reasonable necessary or appropriate to accomplish the purposes, of any of them, for which the corporation is created, so far as the same shall not be inconsistent with the laws of the State of Florida.

### III

The maximum number of shares of stock with which the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of voting stock to be of no par value. The stock of this corporation shall be and can be paid for in cash or property, real, personal, or mixed or labor or services as full calculation to be fixed by the Board of Directors.

### IV

The amount of capital with which the corporation shall begin business is One Hundred and No/100 Dollars (\$100.00).

### V

The corporation shall have perpetual existence.

### VI

The principal place of business and mailing address for the corporation is 1701 U.S. 1 North, Ormond Beach, Florida 32174. The Registered Agent shall be D. Michael Clower, whose address is 322 Silver Beach Avenue, Daytona Beach, FL 32118.

## VII

There shall not be less than one nor more than nine Directors of said corporation, provided, however, that the corporation's number of Directors may be increased in any manner now or hereinafter authorized by law.

## VIII

The names and Post Office addresses for the first Board of Directors, the President, Vice President, Secretary and Treasurer who, subject to the provisions herein contained and of the said corporation and Chapter 607, Florida Statutes, as amended, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are the following:

### NAME

### ADDRESS

John C. Vitale  
President/Treasurer/Secretary

1701 U.S. 1 North, Ormond Beach, FL 32174

## IX

The officers of said corporation shall be a President, Secretary and Treasurer and such other officers and agents as may be deemed necessary. All officers, agents and directors shall be chosen in such a manner and shall hold their offices for such terms and shall have such powers and duties as may be presented by the By-Laws or determined by the Board of Directors.

## X

The names and addresses of the subscribers of these Articles of Incorporation and the total number of shares of stock and the value of the consideration therefore which each agrees to take are as follows:

John C. Vitale  
1701 U.S. 1 North  
Ormond Beach, FL 32174

100 shares      \$ 100.00

XI

Said Corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate in the manner now or hereinafter permitted by law or prescribed by Statutes, and all rights conferred upon the Stockholders.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber of these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, do hereby make and file these Articles of Incorporation hereby declaring and certifying that the facts herein are true, and hereunto set my hand and seal this 21 day of April, 2008.

  
\_\_\_\_\_  
John C. Vitale  
Incorporator

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

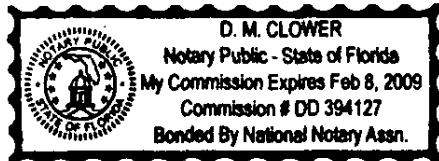
I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
D. Michael Clower

Before me, the undersigned authority, an officer duly authorized to take acknowledgements and administer oaths personally appeared John C. Vitale to me known to be the person who executed the foregoing Articles of Incorporation and he hereby acknowledged before me that he executed the same freely and voluntarily for the purposes herein expressed.

WITNESS my hand and seal this 21st day of April, 2008, at Daytona  
Beach, Volusia County, Florida.

My Commission Expires:



D. M. CLOWER  
NOTARY PUBLIC, State of Florida

☒ To me personally known or  
whom provided \_\_\_\_\_  
as identification.