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DIVISION OF CORPORATIONS  
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EP 8/14/08

**COVER LETTER**

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

SUBJECT: W R PROPERTY INSPECTION 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

☐ \$78.75  
Filing Fee  
& Certified Copy

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

**ADDITIONAL COPY REQUIRED**

FROM: William E Roll Sr  
Name (Printed or typed)

16501 NELSON PARK DRIVE #103  
Address

CLERMONT FLORIDA 34714  
City, State & Zip

1-352-242-1593  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**OF**

**W. R. PROPERTY INSPECTION INC.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is: **W. R. PROPERTY INSPECTION INC.**

**ARTICLE II. PERMITTED BUSINESSES  
AND ACTIVITIES**

The general nature of the business to be transacted by this corporation is to engage in the residential and commercial inspection of real estate.

This corporation may engage in every phase of any and all activities or businesses permitted by the laws of the United States and the State of Florida or an other state territory, district, or possession of the United States and all such activities or businesses as may be permitted in any foreign country. Without limiting the generality of the foregoing, the corporation shall have power to:

- (a) Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of franchise in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and foreign countries.
- (b) Purchase the corporate assets of any other corporation and engage in the same character of business.
- (c) Acquire, enjoy, utilize and dispose of patents, copyrights and trade marks and any licenses or other rights or interests thereunder or therein.
- (d) Take, hold, sell, and convey, such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.
- (e) Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of or any bonds, securities or other evidences of indebtedness created by any other corporation of this state 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.

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(f) Purchase, hold, sell, transfer, shares of its own capital stock from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by this corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

(g) Contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(h) Make gifts for educational, scientific or charitable purposes.

(i) Indemnify any person made a party, or threatened to be made a party, to any threatened pending, or completed action, suit or proceeding against liability for their good faith acts and omissions to the extent provided by law.

(j) Purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of subsection (I) hereof.

(k) Enter into general partnerships, limited partnerships (whether the corporation be a limited or general partner), joint ventures, syndicates, pools, associations, and other arrangements for carrying on one or more of the purposes set forth in this certificate of incorporation, jointly or in common with others, so long as the participating corporation, person or association would have power to do so alone.

The foregoing clauses are both purposes and powers: and the foregoing enumeration of specific powers dose not limit or restrict in any manner the powers of the corporation.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand, (10,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other form with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall be not less than Five Hundred Dollars (\$500.00).

**ARTICLE V. TERM OF EXISTENCE**

The existence of this corporation is to begin at the time of subscription and acknowledgment of these Articles of Incorporation and to continue perpetually thereafter.

**ARTICLE VI. PRINCIPAL OFFICE ADDRESS**

The street address of the initial principal office of the corporation in the State of Florida is 16501 Nelson Park Drive #103 Clermont, Florida 34714

The board of directors may from time to time move the principal offices to any other address in Florida, and may establish branch offices in such other place or places within or without the State of Florida as it may designate.

**ARTICLE VII. REGISTERED AGENT ADDRESS**

**WILLIAM E. ROLL SR.**

**16501 NELSON PARK DRIVE # 103  
CLERMONT, FLORIDA 34714**

**ARTICLE VIII. DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time, as provided in the by-laws.

**ARTICLE IX. DIRECTORS' POWERS**

The board of directors shall have the power to fix or change salaries of the directors as directors and as officers, to permit contracts or other transactions between the corporation and one or more of its directors, individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or any by-laws that may be adopted by the stockholders.

Without limiting the generality of the foregoing, no contract or other transaction between this corporation and one or more of its directors or between this corporation and any firm of which one or more of its between this corporation and any corporation, association, or other enterprise of which one or more of its directors are stockholders, members, directors, officers, or employees, or in which they are interested, shall be deemed to be invalid because of the presence of such director or directors at the meeting of the board of directors of this corporation, which acts upon, or in reference to, such contract or transaction, if the fact of such interest shall be disclosed or known to the board of directors and the board of directors shall, nevertheless authorized, approve and ratify such contract or transaction by a vote of a majority of the directors (such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote). This paragraph shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common or statutory law applicable thereto.

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**ARTICLE X. ORIGINAL DIRECTORS**

The name and street address of each member of first board of directors is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
William E. Roll Sr.	16501 Nelson Park Drive # 103 Clermont, Florida 34714
Theresa Roll	16501 Nelson Park Drive # 103 Clermont, Florida 34714
J. A. McCann	299 Mt. Holly Road Amelica Ohio 45102

Members of the first board of directors shall serve until their successors are elected or appointed and have qualified.

**ARTICLE XI. SUBSCRIBER**

The names and street address of subscriber to these Articles of Incorporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
William E. Roll Sr.	16501 Nelson Park Drive # 103 Clermont, Florida 34714

The subscriber of these articles of Incorporation hereby assigns to this corporation any and all of their rights under Section 607.161, Florida Statutes, to constitute a corporation.

**ARTICLE XII. AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. These articles may be amended prior to the issuance of the stock of this corporation by the unanimous approval or consent of the board of directors. Thereafter, 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 stock entitled to vote thereon or in such other manner as may be provided by law.

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IN WITNESS WHEREOF, I, **WILLIAM E. ROLL, SR.**, the undersigned subscriber, have hereunder set my hand and seal this 8day of August, 2008, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

 (Seal)  
**WILLIAM E. ROLL, SR.**

STATE OF FLORIDA  
COUNTY OF LAKE

**I HEREBY CERTIFY**, that on this day, before me, a notary public authorized in the state and county named above to take acknowledgments, personally appeared, **WILLIAM E. ROLL, SR.**, to me known to be the person described as subscriber in and who executed the foregoing articles of Incorporation, and acknowledged before me that he subscribed to those articles of Incorporation.

**WITNESS**, my hand and official seal in the county and state named above this 8day of August, 2008.



  
Notary Public  
My Commission Expires: Sep 20, 2011

(Attix notarial Seal)

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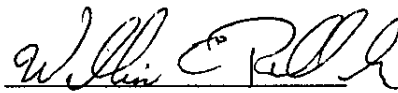
**APPOINTMENT OF REGISTERED AGENT**

The division of Corporations of the Department of State uses the following form to designate the registered agent:

Certificate Designating place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process may be Served.

In compliance with section 48.091, Florida Statutes, the following is submitted:

First – That **W. R. PROPERTY INSPECTION, INC.** desiring to organize and qualify under the laws of state of Florida, with its principal place of business at **16501 NELSON PARK DRIVE # 103, CLERMONT, LAKE COUNTY, FLORIDA** has named **WILLIAM E. ROLL, SR.** located at **6501 NELSON PARK DRIVE # 103, CLERMONT, LAKE COUNTY, FLORIDA** as its agent to accept to service of process within Florida.



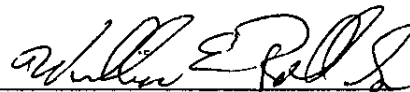
**WILLIAM E. ROLL, SR.**

**PRESIDENT**

**W. R. PROPERTY INSPECTION, INC.**

**Date: August 8, 2008**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



**WILLIAM E. ROLL, SR.**

**REGISTERED AGENT**

**Date: August 8, 2008**

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