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BARBARA GURROLA & ASSOCIATES  
ATTORNEYS AT LAW

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904/351-0414 904/351-0548 (FAX)

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October 13, 1994

Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

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-03/13/95--01105--009  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation  
Florida Favorite Outfitters, Inc.

Dear Sir or Madame:

Enclosed please find the original Articles of Incorporation of Florida Favorite Outfitters, Inc., together with one (1) copy for filing. Also enclosed is my client's check in the amount of \$122.50, to cover the required filing fee, registered agent fee (see Article VI, for acceptance of appointment), and the cost of one (1) certified copy of said Articles of Incorporation.

After filing said Articles of Incorporation, please forward confirmation and above-noted certified copy to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

  
WARREN C. WarBURTON, Esquire  
of Barbara Gurrola & Associates

WCW/ds  
Enclosure

50/5

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA FAVORITE OUTFITTERS, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file these articles for the purpose of becoming a Corporation under the Laws of the State of Florida:

**ARTICLE I**

The name of the corporation is **FLORIDA FAVORITE OUTFITTERS, INC.**

**ARTICLE II**

This corporation shall have perpetual existence.

**ARTICLE III**

The corporation is organized for the general purposes of transacting any and all lawful business for which Corporations may be incorporated under the Florida General Corporations Act, and as more specifically provided for in the By-Laws of this Corporation.

**ARTICLE IV**

The Corporation is authorized to initially issue One-Thousand (1000) shares with par value of ONE TENTH OF ONE CENT (\$0.001) per share, all of which shall be common stock.

The Shareholders of the Corporation entitled to vote may enter into written agreements subjecting the disposition or transfer of any or all common stock of the corporation to reasonable restraint by sale, assignment, pledge, will, inter vivos gift, or any other method of transfer or encumbrance of common stock.

In the event that the holders of common stock of the Corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common

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CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF DALLAS, TEXAS

stock of the corporation, such stock shall not be eligible for transfer on the books of the Corporation unless and until all of the terms and conditions of such agreement are met.

Transfers of any class of stock of the Corporation shall only be transferable upon the books of the Corporation.

#### **ARTICLE V**

The Corporation shall grant to the shareholders of record at the time of issuance of any additional stock full preemptive rights in the issuance of all new stock and full preemptive rights in all authorized but unissued stock in that such stock shall be first offered to such registered Shareholders for sale at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par, before there shall be an offer to sell said stock to persons other than said Shareholders. The terms and other details of such offer including the time of its acceptance and the manner of payment shall be determined by the Board of Directors.

#### **ARTICLE VI**

The street address of the initial registered and principal office of the Corporation is 521 One Center Blvd. #104, Altamonte Springs, Florida 32701 and the mailing address of the initial and principal office of the Corporation is: Post Office Box 160696 Altamonte Springs, Florida 32716 and the name and address of the initial registered agent of this Corporation is: George Thomas Cason, Jr., 521 One Center Blvd. #104, Altamonte Springs, Florida 32701, whose telephone number is: (407) 339-7613, who, by execution hereof, accepts his appointment.

#### **ARTICLE VII**

The Corporation shall initially have one (1) director, but the By-Laws may provide

for such increases or decreases in number thereof as is authorized by the Laws of the State of Florida.

The board of directors of the Corporation is authorized to fix the salaries of the corporate officers and directors regardless of whether or not such directors, when fixing such salaries, are fixing their own compensation for services rendered by them to the Corporation in whatever capacity.

The name and address of the initial Director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
GEORGE THOMAS CASON, Jr.	521 One Center Blvd. Altamonte Springs, Florida 32701

#### ARTICLE VIII

The Corporation shall have two (2) officers initially, a president, and a secretary/treasurer, and the By-Laws may provide for such additional officers as needed and authorized by the Laws of the State of Florida, and said officers may be members of the Board of Directors.

#### ARTICLE IX

The name and address of the incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
GEORGE THOMAS CASON, Jr.	521 One Center Blvd. #104 Altamonte Springs, Florida 32701

#### ARTICLE X

The power to adopt, alter, amend or repeal said By-Laws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE XI

If or when membership in the Board of Directors is greater than two (2), said Board of Directors may designate two (2) or more of their number to constitute an Executive Committee, which committee shall have, and may exercise, the powers of the Board of Directors in the management of the affairs and property of the Corporation in the exercise of its corporate powers, and if such committee shall consist of more than two (2) persons, a majority thereof shall be sufficient to exercise all its power.

#### ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by the Laws of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at the Shareholders meeting by a majority of the Shareholders entitled to vote thereon, unless all the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XIII

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Dated this 9<sup>th</sup> day of March, 1995, A.D., ATC, Jr.

WITNESSES:

Therese Falcone  
[Signature]

George Thomas Cason, Jr.  
GEORGE THOMAS CASON, Jr.  
Incorporator/Resident Agent

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP JUNE 25, 1995  
BOARDED THRU GENERAL INS. UND.

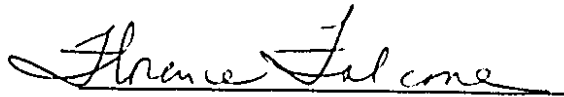
STATE OF FLORIDA  
COUNTY OF MARION

Before me, the undersigned authority duly authorized to administer oaths and take acknowledgments in the state of Florida, personally appeared George Thomas Cason, Jr., to me personally known to be the person described as incorporator and resident agent, who executed the foregoing Articles of Incorporation, who did take and oath and he acknowledged before me that he subscribed those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this the 9<sup>th</sup>  
day of ~~October~~, A.D., 1994.

March 1995 7<sup>th</sup>

My Commission Expires:



Notary Public

FLORENCE FALCONE

Printed Name of Notary

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