

James W. Bauman

Attorney At Law

P95000035215

May 2, 1995

Ms. Bonnie Eldridge
Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

200001372462
-01/06/95--01064--004
****122.50 ****122.50

Re: Badger Management and Investments, Inc.

Dear Ms. Eldridge:

Enclosed are two original copies of the Articles of Incorporation for the above-named proposed Florida corporation. Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

I am sending these articles to your attention to remind you that you are holding our check #637 in the amount of \$122.50 because we were not able to use the name International Investments, Inc. as proposed in our letter of January 3, 1995.

If you have any questions, please call. Thank you for your prompt attention to this matter.

Sincerely yours,


James W. Bauman, Esq.

JWB:ml1

Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY -3 PM 11:00
5/5

95 MAY -3 PM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BADGER MANAGEMENT AND INVESTMENTS, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: BADGER MANAGEMENT AND INVESTMENTS, INC.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:

1201 Fern Forest Run
Oviedo, Florida 32765

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00.

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida. In addition, and more specifically, this Corporation shall function in the area of real estate sales, marketing, and development; also, in the area of financial investments, and management of investments.

ARTICLE V

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE VI

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Richard E. Shaw
1201 Fern Forest Run
Oviedo, Florida 32765

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than two.

ARTICLE VIII

The names of the initial directors of this Corporation and their street addresses are:

Richard E. Shaw
1201 Fern Forest Run
Oviedo, Florida 32765

Cleo Shaw
1201 Fern Forest Run
Oviedo, Florida 32765

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Richard E. Shaw
1201 Fern Forest Run
Oviedo, Florida 32765

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of

Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this 28 day of April, 1995.

Richard E. Shaw
Incorporator

STATE OF FLORIDA)
 SEMINOLE)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, personally appeared RICHARD E. SHAW, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 28 day of April, 1995.

Brenda S. Mintz
Notary Public

BRENDA S. MINTZ
Print name

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAY 24, 1995
BONDED THRU GENERAL INS. UND. 1

or the type or stamp name of Notary Public
Personally known ☒ OR Produced I. D. ☐
Type and number of I. D. produced:

**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT/REGISTERED OFFICE**

RECEIVED
TALLAHASSEE FLORIDA
-3 PM 11:00

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the resident agent/registered office in the State of Florida.

1. The name of the corporation is BADGER MANAGEMENT AND INVESTMENTS, INC.
2. The name and address of the resident/registered agent and office is:

Richard E. Shaw
1201 Fern Forest Run
Oviedo, Florida 32765

Richard E. Shaw
Registered Agent

RECEIVED
TALLAHASSEE FLORIDA
-3 PM 11:00

April 28, 1995
Date

HAVING BEEN NAMED AS RESIDENT AGENT AND TO ACCEPT SERVICE OF 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.

Richard E. Shaw
Resident Agent

April 28, 1995
Date