

P95000038911

TRANSMITTAL LETTER

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

SUBJECT: **BAYSIDE INVENTORIES, INC.**

0000001487740
05/15/95--01000--001
***122.50 ***122.50

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for filing fees and certified copy.

FROM: **RENE GALLARDO**
17803 SUNIRSE DRIVE
LUTZ, FLORIDA 33549
(813) 948 - 2004

EFFECTIVE DATE

5.9.95

FILED
95 MAY 15 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

Rene GAVE
AUTHORIZATION BY PHONE TO
CORRECT art IV II
DATE 5-17-95
DOC. EXAM. BC

May 9, 1995

D. REGISTER MAY 17 1995

REG. 625,624

ARTICLES OF INCORPORATION

OF

BAYSIDE INVENTORIES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida

EFFECTIVE DATE
5-9-95

ARTICLE I

Name

The name of this corporation shall be **BAYSIDE INVENTORIES, INC.** 17803 Sunrise Dr.,
Lutz, FL 33549.

ARTICLE II

Terms of Existence

This corporation shall begin existence on May 9, 1995

ARTICLE III

Nature of Business

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof,

shall be to engage in any and all lawful businesses

FILED
95 MAY 15 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

Powers

This corporation shall have all powers conferred by the laws of the State of Florida upon corporations, including but not limited to, the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue, and be sued, complain and defend in its corporate name in all action proceedings;
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) To lend money and to use its credit to assist its officers and employees to the full extent permitted by law;
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentally thereof;
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, and income;
- (g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the laws of the State of Florida within or without this state;
- (h) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;
- (i) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State

of Florida, for the administration and regulation of the affairs of the corporation,

(j) To make donations for the public welfare or for charitable, scientific, or educational purposes,

(k) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy,

(l) To pay pensions and establish pension plans, and other incentive plans for any or all of its directors, officers and employees,

(m) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise, and

(n) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of common voting stock, each with a par value of one dollar (\$1.00). All or any part of said capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

ARTICLE VI

Registered Office and Agent

The street address of the initial registered office of this corporation shall be 17803 Sunrise Drive, Lutz, FL. 33549, and the name of its initial registered agent at such address shall be Rene Gallardo.

ARTICLE VII

Directors

This corporation shall initially have (1) director. The number of directors may be increased or decreased from time to time by the shareholder(s), provided that the corporation shall always have at least one director. The shareholder(s) of the corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Director

The name and street address of the initial director of this corporation, who shall serve until their successors are duly elected and qualified, shall be:

Rene Gallardo

17803 Sunrise Drive

Lutz, Florida 33549

ARTICLE IX

Incorporator

The name and street address of the incorporator of this corporation shall be Rene Gallardo, 17803 Sunrise Drive, Lutz, Florida, 33549.

ARTICLE X

Transactions with Corporations

No contract or other transactions between this corporation and any other corporation, and no other contract transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in, any other corporation, or is a director or officer of any other corporation. Any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director or officer of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he/she were not such officer or director of such corporation or member of such firm, or so interested.

ARTICLE XI

Bylaws

(a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the Board of Directors of this corporation; provided, however, that any bylaws or amendment thereto as adopted by the Board of Director may be altered, amended, or repealed by vote of the shareholder(s) entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by such vote.

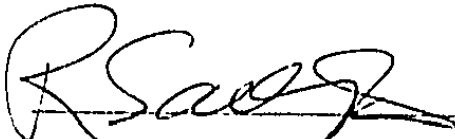
(b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

ARTICLE XII

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of May 1995.

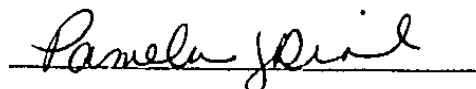
 (Seal)
Rene Gallardo

FLDL 6463 720 68374 2199

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

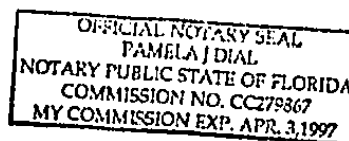
9th page
The foregoing instrument was acknowledged before me this 8th day of May 1995.



NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM SERVICE MAY BE MADE

In compliance with Florida Statutes Sections 48.091 and 607.034 the following is submitted:

That Bayside Inventories, Inc., desiring to organize under the laws of the State of Florida, has named Rene Gallardo, 17803 Sunrise Drive, Lutz, Florida, 33549, as it's agent to accept service of process within the State of Florida DATED this 8th day of May 1995.

By



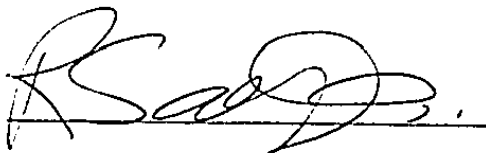
Rene Gallardo

It's Incorporator

ACCEPTANCE

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

DATED this 8th day of May 1995.



Rene Gallardo

Registered Agent

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

FILED

95 MAY 15 AM 7:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9th Mail

The foregoing instrument was acknowledged before me this 2nd day of May 1995.

FILED 646372068374 Gx 79
10-14-68

Pamela J. Paul

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

My commission expires:

