

**P95 00039717**

**TRANSMITTAL LETTER**

**FILED**

95 MAY 18 AM 9:39

REG. DIVISION OF STATE  
TALLAHASSEE, FLORIDA

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

700001493657  
-05/18/95--01094--005  
\*\*\*131.25 \*\*\*131.25

SUBJECT: Plentovich Manufacturing Company  
(Proposed corporate name - must include suffix)

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

|  |  |  |  |
|--|--|--|--|
| <input type="checkbox"/> \$70.00<br>Filing Fee | <input type="checkbox"/> \$78.75<br>Filing Fee & Certificate | <input type="checkbox"/> \$122.50<br>Filing Fee & Certified Copy | <input checked="" type="checkbox"/> \$131.25<br>Filing Fee, Certified Copy & Certificate |
| Additional Copy Required                       |  |  |  |

FROM: Crystal Plentovich  
Name (printed or typed)

2804 Brigadoon Drive  
Address

Clearwater, FL 34619  
City, State & Zip

(813) 881-1901  
Daytime Telephone number

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

**FILED**  
95 MAY 18 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PLENTOVICH MANUFACTURING COMPANY**

The undersigned, acting as incorporators, and for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of this Corporation shall be Plentovich Manufacturing Company.

**ARTICLE II  
PRINCIPAL OFFICE**

Place of Business: 1115 Ponce De Leon Blvd, BC-2  
Belleair, FL 34616

Mailing Address: 2804 Brigadoon Dr.  
Clearwater, FL 34619

**ARTICLE III  
TERM OF EXISTENCE**

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the Office of the Secretary of State of Florida, and the Corporation shall have perpetual existence thereafter.

**ARTICLE IV  
PURPOSE**

The general purpose for which the corporation is organized is to manufacture, produce, purchase or otherwise acquire, sell, import, export, distribute and deal in goods, ware, services, merchandise and materials of any kind and description. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

**ARTICLE V  
CAPITALIZATION**

The aggregate number of share which the corporation is authorized to issue is 7500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

## ARTICLE VI POWERS

The Corporation shall have all of the statutory powers of a Florida Corporation:

- a) To have perpetual succession by its corporate name.
- b) To sue and be sued, complain and defend in its corporate name in all actions or 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 purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, 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 of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- h) To make contracts and guaranties 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, franchisee, and income.
- i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds and loaned or invested.
- j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.

- k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- l) To make and alter By-Laws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.
- m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- n) To pay pensions and establish pension plans, profit sharing plan, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- o) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- p) To have and exercise all powers necessary or convenient to effect its purposes.

## **ARTICLES VII DISSOLUTION**

The corporation may be dissolved on the unanimous recommendation of the board of directors at any special meeting called for that purpose, provide that at a majority of the members of the board are present at such meeting an provided that the holders of not more that forty-nine percent (49%) of the voting stock object of the dissolution in person or by written notice. A committee of at least 2 members shall be thereupon be elected by the board of directors to liquidate the assets of the corporation.

## **ARTICLE VIII REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 2804 Brigadoon Dr., Clearwater, FL 34619 and the name of the registered agent of the Corporation at that address is Jeffrey B. Plentovich.

## **ARTICLE IX BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors, and there shall be two (2) Directors initially. The number of Directors may be increased from time to time, by By-Laws of the Corporation, but shall never be less that two (2).

The Board of Directors shall elect the following officers, President, Treasurer, and Secretary, and such other officers as the By-Laws of the Corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

| <b>NAME</b>           | <b>ADDRESS</b>                             | <b>OFFICE</b>           |
|-----------------------|--|-------------------------|
| Jeffrey B. Plentovich | 2804 Brigadoon Dr.<br>Clearwater, FL 34619 | President               |
| Crystal D. Plentovich | 2804 Brigadoon Dr.<br>Clearwater, FL 34619 | Secretary/<br>Treasurer |

#### **ARTICLE X INCORPORATOR**

The name and address of the persons signing these articles (the Incorporators) are:

| <b>NAME</b>           | <b>ADDRESS</b>                           |
|-----------------------|--|
| Jeffrey B. Plentovich | 2804 Brigadoon Dr., Clearwater, FL 34619 |
| Crystal D. Plentovich | 2804 Brigadoon Dr., Clearwater, FL 34619 |

#### **ARTICLE XI SPECIAL PROVISIONS**

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

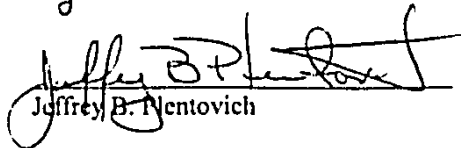
#### **ARTICLE XII INDEMNIFICATION**

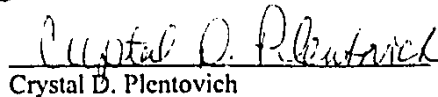
The Corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

#### **ARTICLE XIII AMENDMENT**

Amendments to these Articles of Incorporation may be proposed by a resolution adapted by the Board of Directors and presented to a quorum or shareholders for their vote. Amendments may be adopted by a vote of two-thirds (2/3) of a quorum of shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 15th day of May, 1995

  
Jeffrey B. Plentovich

  
Crystal D. Plentovich

FILED  
MAY 18 11 34 AM  
CLEARWATER, FLORIDA

**PLENTOVICH MANUFACTURING COMPANY  
ARTICLES OF INCORPORATION**

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

I HEREBY CERTIFY that on this day personally appeared before me an officer duly authorized to administer oaths and take acknowledgments, Crystal D. Plentovich + Jeffrey B. Plentovich who presented FL Drivers License as identification to me as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, in Pinellas County, Florida, this 15 day of May, 1995.

  
Notary Public



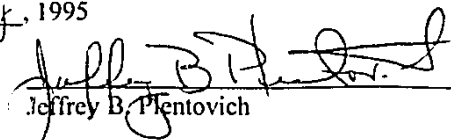
DIANE CONCHIGLIA  
MY COMMISSION # CC261627 EXPIRES  
February 25, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

February 25, 1987  
My Commissions expires

**ACCEPTANCE BY REGISTERED AGENT**

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

DATED this 15th day of May, 1995

  
Jeffrey B. Plentovich