

0950000 44908



**THOMAS P. McALVANA, P.A.**  
Attorney At Law  
37818 Hwy. 54 West, Zephyrhills, Florida 33541

Phone: (813) 782-2002  
Fax: (813) 788-3852

May 30, 1995

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

200001505022  
-06/02/95--01067--0006  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Foss Development Corp., International

Dear Sirs:

Please find enclosed an original and one copy of the Articles of Incorporation, in regard to the above. I have also enclosed this firm's check in the amount of \$122.50 to cover your fee for filing.

If you have any questions, please do not hesitate to contact my office.

Yours truly,

**THOMAS P. McALVANA, ESQUIRE**

TPM/kmt  
Enclosure(s)

NANCY HENDRICKS JUN 1 2 1995

95 JUL 2 1975

**CERTIFICATE OF INCORPORATION**  
**OF**  
**FOSS DEVELOPMENT CORP., INTERNATIONAL**

We, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit.

**ARTICLE I. NAME**

The name of this corporation is **FOSS DEVELOPMENT CORP., INTERNATIONAL**

**ARTICLE II. NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of the state of Florida.

**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 Shares of common stock having a nominal par value of One Dollar per share, all of which shall be common stock, and shall be fully paid and non-assessable. All such stock shall be payable in cash.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is an initial One Hundred (100) shares issued to Conrad P. Foss and Barbara A. Foss, his wife with an additional One Hundred (100) shares issued to Jeffrey L. Foss and Ramona Foss, his wife.

**ARTICLE V. TERM OF EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE VI. ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida, is: 34020 S.R. 54, Zephyrhills, Florida. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VII. DIRECTORS**

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than seven (7) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the state of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

**ARTICLE VIII. INITIAL DIRECTORS**

<u>NAME:</u>	<u>ADDRESS:</u>
CONRAD P. FOSS	5125 Epping Lane Zephyrhills, Florida 33541
BARBARA A. FOSS	5125 Epping Lane Zephyrhills, Florida 33541
JEFFREY L. FOSS	4669 Pennington Lane Athens, Ohio 45701
RAMONA FOSS	4669 Pennington Lane Athens, Ohio 45701

**ARTICLE IX. INITIAL OFFICERS**

<u>NAME:</u>	<u>ADDRESS:</u>	<u>OFFICE:</u>
CONRAD P. FOSS	5125 Epping Lane Zephyrhills, Florida 33541	President
JEFFREY L. FOSS	4669 Pennington Lane Athens, Ohio 45701	Vice-President
BARBARA A. FOSS	5125 Epping Lane Zephyrhills, Florida 33541	Treasurer
RAMONA FOSS	4669 Pennington Lane Athens, Ohio 45701	Secretary

**ARTICLE X. SUBSCRIBERS/INCORPORATORS**

<u>NAME:</u>	<u>ADDRESS:</u>	<u>SHARES:</u>
CONRAD P. FOSS and BARBARA A. FOSS	5125 Epping Lane Zephyrhills, Florida 33541	100
JEFFREY L. FOSS and RAMONA FOSS	4669 Pennington Lane Athens, Ohio 45701	100

**ARTICLE XI. REGISTERED AGENT**


This corporation has named, Conrad P. Foss, 5125 Epping Lane, Zephyrhills, Florida 33541, as its agent to accept service of process within this State.


**ARTICLE XII. AMENDMENT**

This Certificate 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 a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Certificate of Incorporation be made.

**IN WITNESS WHEREOF**, the parties herein have hereunto set their hands and seals the

15<sup>th</sup> day of May, A.D., 1995.

  
\_\_\_\_\_  
**CONRAD P. FOSS**

  
\_\_\_\_\_  
**JEFFREY L. FOSS**

  
\_\_\_\_\_  
**BARBARA A. FOSS**

  
\_\_\_\_\_  
**RAMONA FOSS**

STATE OF FLORIDA  
COUNTY OF PASCO

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CONRAD P. FOSS and BARBARA A. FOSS, to be the persons described in and who executed the foregoing Certificate of Incorporation as a subscriber and they acknowledged before me that they subscribed to that Certificate of Incorporation.

That they are personally known to me or have produced Drivers license as identification.

**WITNESS** my hand and seal this 15<sup>th</sup> day of May, A.D., 1995.

Seal/Expiration:

Kristina M. Tali

NOTARY PUBLIC

Commission #: CC 448593

Kristina M Tali

(Print, type or stamp name)



STATE OF OHIO  
COUNTY OF Athens

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JEFFREY L. FOSS and RAMONA FOSS, to be the persons described in and who executed the foregoing Certificate of Incorporation as a subscriber and acknowledged before me that they subscribed to that Certificate of Incorporation.

That they are personally known to me or have produced Drivers license as identification.

**WITNESS** my hand and seal this 12<sup>th</sup> day of May, A.D., 1995.

Seal/Expiration:

Patricia L. Frost  
NOTARY PUBLIC PATRICIA LYNN FROST  
Commission #: Notary Public, State of Ohio  
My Commission Expires Aug. 1, 1996  
Commission Recorded in Athens Co.

(Print, type or stamp name)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED.**

-----  
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in  
compliance with said Act:

First--That FOSS DEVELOPMENT CORP., INTERNATIONAL, desiring to organize  
under the laws of the State of Florida with its principal office as indicated in the Articles of  
Incorporation at City of Zephyrhills, County of Pasco, State of Florida, has named CONRAD P.  
FOSS, 5125 Epping Lane, Zephyrhills, Florida, as its agent to accept service of process within  
this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place  
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

By: Conrad P. Foss

**CONRAD P. FOSS**  
Registered Agent