

495000058982

Avery, Whigham & Winesett, P.A.

Attorneys at Law

Richard W. Winesett
Sherra Winesett
Dwight A. Whigham
Dennis L. Avery
Robert A. Winesett
James M. Costello

Corner of First and Hendry Streets
2248 First Street
Fort Myers, Florida 33901

Post Office Box 610
Fort Myers FL 33902-0610
FAX (941)334-6258
Phone (941)334-7040

July 24, 1995

VIA UPS

Department of State
Division of Corporations
Attention: Foreign and Non-profit Section
409 E. Gaines Street
Tallahassee, FL 32301

Re: Dave Schultz Enterprises, Inc.

Please find enclosed the original executed Articles of Incorporation for the above-referenced for-profit corporation for filing along with the Certificate Designating the Registered Agent and Place of Business for Service of Process.

Also enclosed is our check in the amount of \$122.50 for the various filing fees and a certified copy.

It would be appreciated if you would return the certified copy of the Articles of Incorporation directly to me at the above address.

Thank you for your assistance in this matter.

Sincerely yours,

Richard W. Winesett

RWW:cm
Enc.

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 PM 4:00

000001545580
-07/25/95--01080--011
***122.50 ***122.50

AL 7/27/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
DAVE SCHULTZ ENTERPRISES, INC.**

95 JUL 25 PM 4:00

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

**ARTICLE I
(Name and Mailing Address)**

The name of the corporation is DAVE SCHULTZ ENTERPRISES, INC., and its mailing address is 1871 Ortiz Avenue, Fort Myers, FL 33905.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual

**ARTICLE III
(Purpose)**

The general purposes for which this corporation is organized are to engage in the automobile and motorcycle business to include repairs, modifications, technical assistance, and racing; to engage in the business of endorsing and advertising products associated with such businesses; to engage in such other activities as are incidental to or connected with the operation of such businesses; and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV
(Capital Stock)**

This corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V
(Initial Registered Office and Registered Agent)**

The street address of the initial registered office of this corporation is 2248 First Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is RICHARD W. WINESETT.

**ARTICLE VI
(Preemptive Rights)**

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII
(Initial Board of Directors)**

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be less than one director nor more than seven directors. The names and addresses of the initial directors of this corporation are:

DAVID R. SCHULTZ
1871 Ortiz Avenue
Fort Myers, FL 33905

MEREDITH SCHULTZ
1871 Ortiz Avenue
Fort Myers, FL 33905

**ARTICLE VIII
(Incorporators)**

The name and address of the person signing these Articles is RICHARD W. WINESETT, Post Office Drawer 610, Fort Myers, Florida 33902.

**ARTICLE IX
(Bylaws)**

The Bylaws of the corporation shall be adopted, altered, amended or repealed and new Bylaws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any Bylaw adopted by the Shareholders if the Shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Directors.

**ARTICLE X
(Amendment)**

This corporation reserves the right, subject to the approval of persons voting not less than a two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 14th day of July, 1995.

Richard W. Winesett
RICHARD W. WINESETT, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

14th The foregoing instrument was acknowledged before me this day of July, 1995, by RICHARD W. WINESETT, who is personally known ☒ to me or who has produced ☐ _____ as identification.

NOTARY PUBLIC:

sign Catherine S. MacQuade
print CATHERINE S. MACQUADE
State of Florida at Large (Seal)
My Commission Expires:



CATHERINE S. MACQUADE
MY COMMISSION # CC335504 EXPIRES
January 2, 1993
DONCELO TRUO TRUO TAYN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of DAVE SCHULTZ ENTERPRISES, INC., is familiar with Sections 607.0501, 607.0502, 607.0505 and 607.1508, Florida Statutes, and accepts the obligations thereunder.

EXECUTED this 14th day of July, 1995.

Richard W. Winesett
RICHARD W. WINESETT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 PM 4:00