

THOMAS G. HERSEM

10514 SPRING HILL DRIVE
SPRING HILL, FL 34608

ATTORNEY AND COUNSELOR AT LAW
400 INDIAN ROCKS ROAD, SUITE C
BELLEAIR BLUFFS, FLORIDA 34640
(813) 584-2104
FAX (813) 586-1378

KEY WEST PROFESSIONAL CENTER
2708 ALT. 19 N. #701
PALM HARBOR, FL 34683

PLEASE REPLY TO:
BELLEAIR BLUFFS OFFICE

August 16, 1995

P95000064813

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: RANDY & ASSOCIATES, INC.

Gentlemen:

I enclose Articles of Incorporation for the abc along with a check in the amount of \$122.50 to cover your various charges. Please return a certified copy of Articles to me.

Thank you for your assistance and cooperation.

Very truly yours,

Marie Gallant

Marie Gallant
Assistant

/mg

Enclosures

FILED
1995 AUG 21 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100001565511
-08/21/95--01098--006
****122.50 ****122.50

F. CHESSEB AUG 22 1995

FILED
1995 AUG 21 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RANDY & ASSOCIATES, INC.

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby form(s) a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation is RANDY & ASSOCIATES, INC.

ARTICLE II. NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do.

1. To operate, maintain and otherwise manage a business for any purpose allowed by law.
2. To take, buy, purchase, sell, exchange, hire, lease or otherwise acquire real estate and property, either improved or unimproved, and any interest or right therein and tangible and intangible personal property, and to hold, own, control, manage, and develop same.
3. To purchase or otherwise acquire real and personal property of any and all kinds that may be lawfully acquired and held by a business corporation and in particular land, leaseholds, shares of stock, mortgages, bonds and other securities.
4. To erect, construct, maintain, improve, rebuild, alter, manage and control, either directly or through ownership of stock in any corporation, any and all kinds of buildings, dwellings, stores, offices or other structures or erections.
5. To sell, manage, improve, develop, assign, transfer, convey, lease, pledge or otherwise alienate or dispose of and to mortgage or otherwise encumber land, buildings, real property, chattels real or other property of the company, real and personal.
6. To issue debentures, bonds or other evidences of indebtedness secured by mortgages upon property of this company or otherwise, and to sell the same; borrow money, made and issue its promissory notes, bonds or other evidence of

indebtedness, whether secured by mortgage, pledge or otherwise.

7. To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefor its own stock, bonds and other obligations.

8. To carry on any business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its property.

9. To purchase, hold, sell, and issue the shares of its own capital stock.

10. To conduct its business in the State of Florida, in other states, in the District of Columbia, in the territories and colonies of the United States and foreign countries and to exercise all the powers conferred by the laws of the State of Florida upon corporations formed under the Act pursuant to any under which this corporation is formed.

11. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

12. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in the Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article, or any other Articles, but that the objects and powers specified in each of the clauses of this Article shall be regarded as independent objects and powers.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock that is authorized to be issued is 7000 shares of common stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE IV. DURATION OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE V. ADDRESS

The street address of the principal office of the corporation is 11800 Park Boulevard, No. 303, Seminole, Florida 34642 and the street address of the initial registered office of the corporation is 11800 Park Boulevard, No. 303, Seminole, Florida 34642 and the name of its registered agent at that address is WILLIAM R. CORBIN. The street address of the principal office and the street address of the registered agent are the same. The corporation may have and establish offices, conduct business and promote its objects within any part of the State of Florida, or in any state, District of Columbia, and territories and colonies of the United States and in foreign countries, as the directors may designate.

ARTICLE VI. DIRECTORS

The management and control of this corporation shall be vested in a Board of Directors of not less than (1) Director. Attendance by a majority of the directors at any meeting shall constitute a quorum. A majority of those directors present at any meeting must vote in favor of any motion, resolution or action taken in order that same become effective and be the act and deed of the corporation. The Board of Directors shall be elected by the shareholders of the corporation. The names and street addresses of the members of the Board of Directors, who, subject to the provisions of the Certificate of Incorporation, By-Laws, and the laws of the State of Florida, shall hold office for the first year of existence of the Corporation or until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM R. CORBIN	11800 Park Blvd., #303 Seminole, Florida 34642

ARTICLE VII. OFFICERS

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer, and shall be chosen by the Board of Directors. The Board of Directors may also, from time to time, provide for and elect all other officers or committees which may seem expedient to the Board. The officers who are to hold offices for the first year of existence of the corporation or until their successors are elected and have qualified are as follows:

NAME **OFFICE**
WILLIAM R. CORBIN PRESIDENT/SEC-TREASURER

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of the incorporators of this corporation are as follows:

NAME **ADDRESS**
WILLIAM R. CORBIN 11800 Park Blvd., #303
 Seminole, FL 34642

ARTICLE IX. SEAL

The seal of the corporation shall be circular with the name RANDY & ASSOCIATES, INC. around the border and "Florida Seal, 1995" in the center.

IN WITNESS WHEREOF, the undersigned, as the incorporator(s) of the above named corporation, does hereby subscribe our name(s) and acknowledge the execution of the same on this the 15th day of August, 1995.

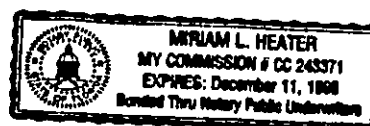
William R. Corbin
WILLIAM R. CORBIN

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15th day of August, 1995, by WILLIAM R. CORBIN, who ~~is personally known to me~~ and who did not take an oath.

*Produced FL Drivers License
C 615 936 46 419 0*

Miriam L. Heater
NOTARY PUBLIC
My commission expires: 12/11/92



ACKNOWLEDGMENT OF REGISTERED AGENT

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

William R. Corbin
WILLIAM R. CORBIN

FILED
1995 AUG 21 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
 AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

**APPROVED
AND
FILED**

1996 OCT 14 PM 4:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P95000064813 (5)**

1. Corporation Name
RANDY & ASSOCIATES, INC.



Principal Place of Business Mailing Address
 11800 PARK BLVD NO 303 SEMINOLE FL 34642
 11800 PARK BLVD NO 303 SEMINOLE FL 34642

3. Date Incorporated or Qualified: **08/21/1985**
 3a. Date of Last Report
 4. FEI Number: **59-3330277**
 Applied For: Not Applicable
 5. Certificate of Status Desired: \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business
 21. **10590 66th AVE N.**
 Suite, Apt #, etc: **UNIT #3**
 City & State: **Seminole FL**
 Zip: **34642** Country: **USA**
 2a. Mailing Address
 26. **P.O. Box 6512**
 Suite, Apt # etc
 27. **Clearwater FL**
 City & State
 28. **34613** Country: **USA**

9. Name and Address of Current Registered Agent
CORBIN, WILLIAM R
11800 PARK BLVD NO 303
SEMINOLE FL 34642

10. Name and Address of New Registered Agent
 81 Name: **Corbin, William R.**
 82 Street Address (PO Box Number is Not Acceptable): **10590 66 Ave - N.**
 83
 84 City: **Seminole** FL 85 Zip Code: **34642**

11. Pursuant to the provisions of Sections 607.0562 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.
 SIGNATURE: **William R. Corbin** **William R. Corbin 10-1-96**

12. OFFICERS AND DIRECTORS

TITLE	D <input type="checkbox"/> DELETE
NAME	CORBIN, WILLIAM R
STREET ADDRESS	11800 PARK BLVD NO 303
CITY, ST, ZIP	SEMINOLE FL 34642
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY, ST, ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY, ST, ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY, ST, ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	700001986457--1
14 CITY - ST - ZIP	-10/25/96--01091--018
21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	
23 STREET ADDRESS	****375.00 ****375.00
24 CITY - ST - ZIP	
31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	
33 STREET ADDRESS	
34 CITY - ST - ZIP	
41 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	REINSTATEMENT
43 STREET ADDRESS	
44 CITY - ST - ZIP	
51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME	
53 STREET ADDRESS	
54 CITY - ST - ZIP	
61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	
63 STREET ADDRESS	
64 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: **William R. Corbin** **10-2-96 813-392-1730**

CR2034 (3/96)