Stanley. Wines, Bennett, Murphy, Spanjers & Helms, P.A. Morneys at Law

BARRY W. BENNETT LARRY S HELMS MICHAEL B. MURPHY CRAIG M SPANJERS J MASQU

August 21, 1995

60 SECOND STREET, S.E. PO BOX 860 WINTER HAVEN, FLORIDA 33882-0800 TELEPHONE (941) 299-1283 FAX (941) 204-4397

Corporate Records Bureau **Division of Corporations** Department of State Post Office Box 6327 Tallahassee, Florida 32301

> Re: One-Stop, Inc.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation and Registered Agent Certificate for the above-referenced corporation. I am also enclosing our check in the amount of \$122.50 to cover the filing fees, certified copy of the Articles and registered agent designation.

If you find these Articles of Incorporation to be in order and suitable for filing, I would ask that a copy of the Articles be certified and returned to me.

Your courtesy and cooperation in this matter will be greatly appreciated.

Very truly yours,

BWB/gpd

**Enclosures** 

SIGNED IN MY ABSENCE TO AVOID DELAY

## ARTICLES OF INCORPORATION

OF

## ONE-STOP, INC.

95 AUG 25 PH 2: 09 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporators hereby certify to the following in order to form a corporation for a profit under the laws of the State of Florida.

## ARTICLE I - NAME

The name of this corporation is ONE-STOP, INC.

#### ARTICLE II - DURATION

This corporation shall have perpetual existence.

## ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 2998 Hwy. 17 & 92 West, Haines City, Florida 33844, and the corporate mailing address is at 2998 Hwy. 17 & 92 West, Haines City, Florida 33844.

## ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

# ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 2998 Hwy. 17 & 92 West, Haines City, Florida 33844, and the name of the initial registered agent at that address is RAMONA KAY ANDRE.

## ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

ROGER J. ANDRE, JR. 1060 Lake Ellen Court Haines City, Florida 33844

RAMONA KAY ANDRE 1060 Lake Ellen Court Haines City, Florida 33844

## **ARTICLE VIII - INCORPORATORS**

ROGER J. ANDRE, JR. and RAMONA KAY ANDRE are the persons signing these Articles of Incorporation.

## **ARTICLE IX - BY-LAWS**

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

## ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

#### ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ROGER J. ANDRE, JR.

RAMONA KAY ANDRE

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared ROGER J. ANDRE, JR. and RAMONA KAY ANDRE, known to me to be the incorporators of ONE-STOP, INC., in and who executed the foregoing Articles of Incorporation and who acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 2/3/

day of August, 1995.

(SEAL)

Jackie A. Deck Nostry Public,

State of Florida
My Commission Expires:

JACKIE A. DECK
MY COMMISSION # CC386879 EXPIRES
MAy 10, 1908
#ONDED THRU TROY FAIN INSURANCE, IND.

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR 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 ONE-STOP-INC., desiring to organize under the laws of the State of Florida, has named RAMONA KAY ANDRE, of 2998 Hwy. 17 & 92 West, Haines City, Florida 33844, 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 provisions of said Act relative to keeping open said office.

RAMONA KAY ANDRE

Resident Agent

PH 2: 09 OF STATE E, FLORID

APPLICATION FOR REINSTATEMENT  DOCUMENT # P9500066315  ONE-STOP, INC.								
2998 HIG HAINES (	Par e of Businesa  HWAY 17 8 92 WEST  DITY FL 33644  Inditresses are incorrect in any way, line is	WAY 17 8 92 WEST ITY FL 33844 Information and enter correction below.		REIN	IIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII		_	
2. New Prencipal Office Address, it Applicable Suifa, Apt. #, etc  Gity & State  Zip Country		3 Now Mai	5 Now Mailing Office Addition, Suite, Apt. #, etc.  City & State		5. FEI Number 5 9 - 0.	To Do Business in Florida  08/25/1995  3. FEI Number  3. 9-333.74.58  Not Application		
7. Names Talle(s) D	and Street Addresses of Each Officer on Name of Officers and/or Directors  ANDRE, ROGER J JR  ANDRE, RAMONA K	Name of Officers and/or Directors		orkin nonprofit corporations must list at least 3 of Street Address of Each Officer and/or Director 3 (Do NOT Use Post Officer Box Mrs				
					4	00002032 -127187960 ****375.00	9948 1101017 ****375.00	
8. Name and Address of Current Registered Agent  ANDRE, RAMONA K				9. Name and Address of New Registered Agent Namo Street Address (P.O. Box Number is Not Accupiable) Suite, Act. #, Etc.				
HAINE	( )	Suite, Apt. #, Etc.  City  State  State  Zip Code  FL				THE CHEE		
2.1 certify the thirs reins owed by	es this corporation pay a ot. of Revenue under S.  that I am an other or director or the receitatement application, the reason for dissente corporation have been paid and the policiation at use and accurate, and my signification is true and accurate, and my signification is true and accurate.	199.032, ver or trustee em plution has been e names of individu	Florida State	utes. Yes this application as pi trate name satisfies to do not qualify for a	he requirements	of section 607,0401 or 617,040	for information bile (ax.)	-

THE STREET OF SIGNING OFFICER OF DIRECTOR K. ANDE 12-2-916 941-431

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