# P950000000386

Affornity and Counselor at Law

120 East Concord STREET 407 / 423-1183

ORLANDO, FLORIDA 32801 FAX: 407 / 841-6746

August 22, 1995

Department of State Corporations Division P.O. Box 6327 Tallahassee, FL 32314 RE: TOGA ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-referenced corporation along with with Designation of and Acceptance by Registered Agent and my Check #2040 in the amount of \$122.50 for the filing fee.

Also enclosed please find a copy of the Articles of Incorporation to be certified and returned to our office at the above address.

Thank you for your assistance in this matter.

Very truly yours,

Donna L. Draves

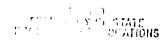
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Enclosures: Original Articles of Incorporation

Copy of Articles

Check #2040 (\$122.50)

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## ARTICLES OF INCORPORATION OF TOGA ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

#### NAME

The name of the corporation shall be TOGA ENTERPRISES, INC.

#### ARTICLE II

#### NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or of any other state, county, territory or nation.

#### 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 (10,000) Shares of common stock. Each share shall have a par value of \$1.00 per share.

#### ARTICLE IV

#### **ADDRESS**

The street address of the initial registered office of the corporation shall be 120 E. Concord Street, Orlando, Florida 32801 and the name of the initial Registered Agent for the corporation is DONNA L. DRAVES, 120 E. Concord St., Orlando, Florida 32801.

#### ARTICLE Y

#### SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be neces a shall be deemed to have been taken by the appropriate officers to accomplish compliance.

#### ARTICLE VI

#### TERM OF EXISTENCE

This corporation shall exist perpetually.

#### ARTICLE VII

#### LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his or her services, in the absence of fraud or wrongdoing shall be indemnified, whether then in office or not, for any and all reasonable costs or expenses incurred by him or her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII

#### SELF DEALING

No contract or other such transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors or officers of any other corporation, and directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from his contracting with the corporation for the benefit of himself/herself or any firm, association or

corporation in which he or she may be in any way interested. Any of the directors of the corporation may vote upon any and all transaction(s) with the corporation without regard to the fact that he or she is also a director of such subsidiary or corporation.

#### ARTICLE IX

#### DIRECTORS

This corporation shall have a minimum of two directors. The initial Board of Directors shall consist of:

Tonya L. Smith 140 W. 6th Street Apopka, Florida 32703

Gary R. Hogan 5842 Sundown Circle Apt. 624 Orlando, Fl 32822

#### ARTICLE X

#### INCORPORATOR

The name and address of the Incorporator is:

Tonya L. Smith 140 W. 6th Street Apopka, Florida 32703

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 19th day of April, 1995.

INCORPORATOR:

- Lower F. Swith (LS

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of August, 1995.

PAMELA PADILLA

MY COMMISSION & CC 167202 EXPIRES

December 11, 1995

RONDED THRU TROY FAIN INSURANCE, INC.

TYPE OF IDENTIFICATION USED: 11 Ding les les and

ON PARTY STATE

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### DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The following in submitted in compliance with the laws of the State of Florida.

TOGA ENTERPRISES, INC., a corporation organized under the laws of the State of Florida, with its principal office located at 140 W. 6th Street, Apopka, Florida 32703, has named Donna L. Draves, whose address is 120 E. Cone rd Street, Orlando, Florida 32801, as its Registered Agent to accept service of process within this State.

#### ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I further state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

REGISTERED AGENT

House L. DRAVES

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforeraid and in the County aforesaid, to take acknowledgments, personally appeared Donna L. Draves to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal this 22nd day of August,

PRINT NAME: / CONCIN / SUICING NOTARY PUBLIC, STATE OF FLORIDA My Commission Expires:



TYPE OF IDENTIFICATION USED: 1/2 1/2/1/2/ 1/2/1/2/