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WARLICK, FASSETT, DIVINE & ANTHONY
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
POST OFFICE BOX 3387
ORLANDO, FLORIDA 32802-0387

OFFICE USE ONLY

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122.50 *122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Warlick & Associates (Corporation Name) 1576049 (Document #)
2. Imperial (Corporation Name) 1576049 (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

9/6/95

[Handwritten signature]

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
FOR
WARLICK DEVELOPMENT COMPANY, INC.**

FILED
SEP - 1 11:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be **WARLICK DEVELOPMENT COMPANY, INC.**

ARTICLE II - NATURE OF BUSINESS

This general nature of the business to be transacted by this corporation is:

- (a) To engage in any activity or business permitted under the laws of the State of Florida and the United States of America; and,
- (b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition; and,

(c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required; and,

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$10.00 per share.

The consideration to be paid for each share shall be in money, property or services and the amount shall be fixed by the Board of Directors.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business if FIVE HUNDRED DOLLARS AND NO/100 (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI - ADDRESS

The initial post office address of the principal office of the corporation is 316 E. PINE STREET, ORLANDO, FLORIDA 32801. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 316 E. PINE STREET, ORLANDO, FLORIDA 32801.

The name of the initial registered agent of this corporation at that address shall be THOMAS H. WARLICK.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
THOMAS H. WARLICK	316 E. PINE STREET ORL., FL 32801	DIRECTOR/PRESIDENT
TONY M. BENGE, JR.	316 E. PINE STREET ORL., FL 32801	DIRECTOR/VP/S/T

ARTICLE IX - INCORPORATION

The following is the name and street address of the Incorporator to these Articles of Incorporation:

THOMAS H. WARLICK
316 E. PINE STREET
ORLANDO, FL 32801

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - SUBSCRIBER

The name and the post office address of the subscriber(s) to the Articles of Incorporation, the number of shares of stock which each agrees to take, and the value of the consideration therefor is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>PAR</u>
THOMAS H. WARLICK	316 E. PINE ST. ORL., FL 32801	25	10.00
TONY M. BENGE, JR.	316 E. PINE ST. ORL., FL 32801	25	10.00

ARTICLE XII - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE XIII - BUY-SELL AGREEMENT

The stock to be issued by this corporation shall be subject to a buy-sell agreement whereby each stockholder shall have the right of first refusal to purchase his pro-rata share of any stock to be sold by an existing stockholder.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of August, 1995.



THOMAS H. WARLICK
Incorporator

(SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared THOMAS H. WARLICK to me known or who provided a Florida Driver's License as identification, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 29 day of August, 1995.



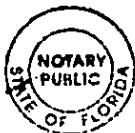
Notary Public

Print Name: _____

My commission expires: _____

Commission No.: _____

(SEAL)



SUSAN M. SPALDING
My Comm Exp. 9/21/96
Bonded By Service Ins
No. 0025365

1/1/95 to 12/31/96

**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

THAT, WARLICK DEVELOPMENT COMPANY, INC., desiring to
organize under the laws of the State of Florida, with its
principal office as indicated in the Articles of Incorporation in
the City of ORLANDO, County of ORANGE, State of Florida, has
named as its Registered Agent, THOMAS H. WARLICK in the City of
Orlando, County of Orange, State of Florida, to accept service of
process within this State.

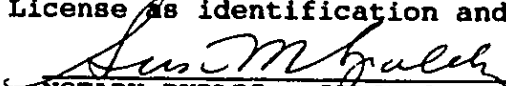
ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the 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.


THOMAS H. WARLICK

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, this 29 day of AUGUST, 1995, personally
appeared THOMAS H. WARLICK who is personally known to me or who
produced a Florida Driver's License as identification and who did
take an oath.


NOTARY PUBLIC - STATE OF FLORIDA
My Commission expires:



SUSAN M. SPALDING
My Comm Exp. 9/21/96
Bonded By Service Ins
No. CC225365
1100th L.D.