

P96000007892

POWELL, CARNEY, MOORE, HUCKS & OLSON, P.A.

MARY JO CARNEY
BRIAN T. FITZGERALD
JOEL D. GILES
ALAN M. GROSS
JOHN CURTIS HUCKS
S. HELEN MOORE
STEWART O. OLSON
JAMES N. POWELL
DON DOUGLAS RAMSAY

ATTORNEYS AT LAW
BARNETT TOWER
ONE PROGRESS PLAZA, SUITE 1210
ST. PETERSBURG, FLORIDA 33701

MAILING ADDRESS
POST OFFICE BOX 1889
ST. PETERSBURG, FLORIDA 33731-1889

TELEPHONE:
(813) 898-9011

FACSIMILE:
(813) 898-9014

January 18, 1996

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

Re: Proactive Enterprises, Inc.

Dear Sir:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$52.50 and cost for designation of registered agent in the amount of \$35.00.

If the Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, MOORE,
HUCKS & OLSON, P.A.

James N. Powell

JNP/lj

Enclosures: a/s

C:\WP51\BARNICLE\BARNICLE.002(1)

FILED
JAN 22 PM 1:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

EFFECTIVE DATE
1-19-96

700001695107
-01/22/96--01095--011
*****122.50 *****122.50

JAN 25 1996 BSB

ARTICLES OF INCORPORATION
OF
PROACTIVE ENTERPRISES, INC.

FILED
96 JAN 22 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

EFFECTIVE DATE
1-19-96

The name of the Corporation shall be PROACTIVE ENTERPRISES, INC. and its mailing address is 1707 North Fort Harrison Avenue, Clearwater, Florida 34615.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on January 19, 1996, the date of execution and acknowledgment of these Articles of Incorporation, provided that these Articles of Incorporation are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV
Capital Stock

The authorized capital stock of the Corporation shall be 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one Director, whose name and address is as follows:

Name	Address
Matthew W. Barnicle	1707 North Fort Harrison Avenue Clearwater, FL 34615

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The street address of the initial registered office of the Corporation shall be 1707 North Fort Harrison Avenue, Clearwater, Florida 34615.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Matthew W. Barnicle.

ARTICLE IX
Incorporator

The name and address of the incorporator is:

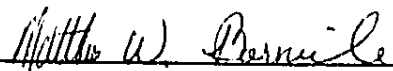
Name

Address

Matthew W. Barnicle

1707 North Fort Harrison Avenue
Clearwater, FL 34615

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 18th day of January, 1996.



Matthew W. Barnicle

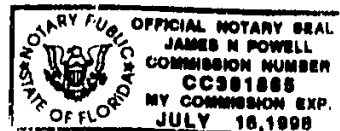
STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 16th day of January, 1996 by MATTHEW W. BARNICLE, who ☐ is personally known to me or ☒ has produced a Florida driver license as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:

James N. Powell, Notary Public

(SEAL)



ACCEPTANCE

I hereby accept to act as initial Registered Agent for PROACTIVE ENTERPRISES, INC., as stated in these Articles of Incorporation.

Matthew W. Barnicle
Matthew W. Barnicle