

P96000008072

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-01/17/96--01004--011
****122.50 ****122.50

RE: ROCKY INC.

Gentlemen:

As Incorporator of the above named corporation I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

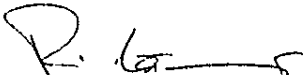
- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

FILED
66 JAN 25 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return certified copy as soon as possible.

Very truly yours,


RICHARD LAMMERMEYER

Hill & Company
CERTIFIED PUBLIC ACCOUNTANTS

Thomas W. Hill, CPA

enclosures

Barnett Bank Building, Suite 202
12381 S. Cleveland Ave.
Fort Myers, Florida 33907
(813) 433-2444 • FAX (813) 275-3917

1318 Lafayette Street
Cape Coral, Florida 33904
(813) 549-2444
FAX (813) 549-5623

6910-1411
1-18-96
WTH



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

January 18, 1996

RICHARD LAMMERMEYER
2301 DEL PRADO BOULEVARD
SUITE 100
CAPE CORAL, FL 33990

SUBJECT: ROCKY INC.
Ref. Number: W96000001411

We have received your document for ROCKY INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 996A00002359

FILED
96 JAN 25 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: ROCKY OF LEE COUNTY, INC.

Gentlemen:

As Incorporator of the above named corporation I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

Please return certified copy as soon as possible.

Very truly yours,

Thomas W. Hill

THOMAS W. HILL

enclosures

**ARTICLES OF INCORPORATION
OF**

FILED
95 JAN 25 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. ROCKY OF LEE COUNTY, INC.

The name of this corporation is:

ROCKY OF LEE COUNTY, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business as permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL

REGISTERED OFFICE

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

THOMAS W. HILL

1318 LAFAYETTE STREET

CAPE CORAL, FLORIDA 33904

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The principal office address shall be the same as the registered office address.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

THOMAS W. HILL

1318 LAFAYETTE STREET

CAPE CORAL, FLORIDA 33904

The persons named as initial director shall hold office for the first year of existence of this Corporation or until has successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

**THOMAS W. HILL
1318 LAFAYETTE STREET
CAPE CORAL, FLORIDA 33904**

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as
Incorporator, has executed the foregoing Articles of Incorporation
on 24th day of JANUARY, 1996.

Thomas W. Hill

THOMAS W. HILL

INCORPORATOR

BEFORE ME, a Notary Public, personally appeared
THOMAS W. HILL, to me known to be the person described as
Incorporator and who executed the foregoing Articles of
Incorporation, and acknowledged before me that he subscribed to
these Articles of Incorporation on 24th day of JANUARY,
1996.

My  **DOLORES C. STROCKBINE**
My Commission CC484913
Expires May 16, 1998
Bonded by ANB
800-852-5878

Dolores C. Strockbine

Notary Public

I hereby am familiar with and accept the duties and
responsibilities as registered agent for ROCKY OF LEE COUNTY, INC.

Thomas W. Hill

THOMAS W. HILL

Registered Agent

BEFORE ME, a Notary Public, personally appeared THOMAS W. HILL,
to me known to be the person described as Registered Agent and who
executed the foregoing instrument and he acknowledged before me
that he executed the same.

WITNESS my hand and official seal this 24th day of _____

JANUARY, 1996.

Dolores C. Stockbine

Notary Public

My Commission expires:



DOLORES C STOCKBINE
My Commission GC484913
Expires May. 14, 1999
Bonded by ANIS
AOC-888-8478

ROCKY OF LEE COUNTY, INC.
1318 LAFAYETTE STREET
CAPE CORAL, FLORIDA 33904

FILED
JUN 25 1996
TALLAHASSEE, FLORIDA

PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

FIRST: That ROCKY OF LEE COUNTY, INC., is desiring to
organize or qualify under the law of the State of Florida with its
principal place of business at 1318 Lafayette Street, Cape Coral,
Florida, has named Thomas W. Hill, 1318 Lafayette Street, Cape
Coral, Florida, as its agent to accept service of process within
Florida.

THOMAS W. HILL

Thomas W Hill
Corporate Officer
SECY / TREAS
Title
1-24-96
Date

Having been named to accept service of process for the above state
corporation, at the place designated in this certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete
performance of my duties.

THOMAS W. HILL

Thomas W Hill
Registered Agent
1-24-96
Date