

P96000010061

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2800 MIDDLE STREET (S.W. 88TH TERRACE)  
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TELECOPIER (954) 760-9353

WEST PALM BEACH OFFICE  
UNITED NAT'L BANK TOWER • SUITE 700  
1045 PALM BEACH LAKES BOULEVARD  
P.O. BOX 2508  
WEST PALM BEACH, FLORIDA 33408  
(407) 889-3800  
TELECOPIER (407) 889-9200

TAMPA OFFICE  
100 NORTH TAMPA STREET  
SUITE 2930  
TAMPA, FLORIDA, 33608  
(813) 222-3939  
TELECOPIER (813) 222-3030

January 26, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

200001700362  
-01/29/96--01063--003  
\*\*\*\*122.50 \*\*\*\*122.50

RE: TAZ-PRO Corporation  
Our File No. : 37442-5

To Whom It May Concern:

Enclosed please find a check in the amount of \$122.50 for the incorporation of the above-captioned corporation. Also enclosed is the original and one copy of the Articles of Incorporation. Upon the filing of this corporation, please return a certified copy of the Articles of Incorporation to my office.

If you have any questions regarding this file, please do not hesitate to contact this office. Thank you for your cooperation and assistance in this matter.

Very truly yours,

Michael R. D'Lugo

MRD/skl  
Enclosures

151615.51

FSN FEB - 1 1996

TALLAHASSEE, FLORIDA

55 JAN 29 AM 9:51

FILED

**ARTICLES OF INCORPORATION OF**  
**TAZ-PRO CORPORATION**

FILED  
1989 JUL 29 AM 9:51  
TALLAHASSEE, FLA

The undersigned, desiring to form a corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida providing for the formation, liabilities rights and privileges and immunities of corporations for profit, certifies that:

**ARTICLE I - NAME**

The name of this corporation is TAZ-PRO Corporation.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing at the time of filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of common stock each having one dollar (\$1.00) par value, which shall be designated common shares.

**ARTICLE V - PRINCIPAL OFFICE**

The initial office of the principal office of the corporation is 225 Ninth Avenue, Windermere, Florida 34786.

**ARTICLE VI - REGISTERED AGENT**

The initial address of the registered agent of this corporation is 390 North Orange Avenue, Suite 1000, Orlando, Florida 32802, and the name of the initial registered agent of this corporation at that address is Richards H. Ford.

## **ARTICLE VII - DIRECTORS**

The corporation shall have four directors, initially. The number of directors, if necessary, may either be increased or decreased from time to time by the by-laws but shall never be less than one (1). The names and addresses of the initial directors are: Ricky Robert Heath, 225 Ninth Avenue, Windermere, Florida, 34786; Thomas G. Wrigley, 805 52nd Court, West Des Moines, Iowa, 50265; Mary Ann Wrigley, 805 52nd Court, West Des Moines, Iowa 50265; Jodi Lynn Amandus, 225 Ninth Avenue, Windermere, Florida, 34786.

## **ARTICLE VIII - SUBSCRIBERS**

The names of these subscribers of these Articles of Incorporation and a statement as to the percentage of shares of stock which they agree to take are as follows:

Mary Ann Wrigley	64 and 2/3 percent
Thomas G. Wrigley	33 and 1/3 percent
Ricky Robert Heath	1 percent
Jodi Lynn Amandus	1 percent

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

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

## **ARTICLE X - DIRECTORS COMPENSATION**

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.

#### **ARTICLE XI - 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 XII - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE XIII - MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in the regular and special meetings of the Board of Directors by means of conference telephone, as provided by law.

#### **ARTICLE XIV - INFORMAL ACTION OF DIRECTORS**

If all directors severally or collectively consent to any action taken or to be taken by the Corporation and the writings evidencing their consent are filed with the Secretary of this Corporation, then the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of January, 1996.

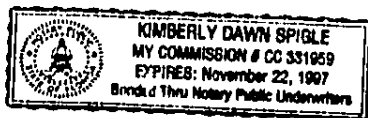
Ricky Robert Heath  
RICKY ROBERT HEATH

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Ricky Robert Heath to me known and known to me to be to the individual described herein and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State first aforesaid this 26<sup>th</sup> day of January, 1996.

(SEAL)



Kimberly Dawn Spigle  
Notary Public, State of Florida

I hereby accept the position of Registered Agent for TAZ-PRO Corporation.

DATED this 26<sup>th</sup> day of January, 1996.

Richards H. Ford  
RICHARDS H. FORD

FAIRMASSE, FLORIDA

55 JAN 29 AM 9:51

FILED