

P96000024108

CORPORATION, INC.  
1116-D THOMASVILLE RD  
TALLAHASSEE, FL 32303  
(904) 222-7000

Address \_\_\_\_\_  
City/State/Zip \_\_\_\_\_ Phone # \_\_\_\_\_

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

1. Crouch Enterprises, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input checked="" 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

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DIVISION OF CORPORATION

*Handwritten signature/initials*

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
CROUCH ENTERPRISES, INC.**

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**ARTICLE I - NAME**

The name of this Corporation is: CROUCH ENTERPRISES, INC.

**ARTICLE II - PURPOSE**

This corporation is formed for the purposes of operating and transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value stock common stock, which shall be designated "Common Shares".

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

**ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation 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 issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office of this corporation is 19823 Gulf Boulevard, #5, Indian Shores, FL 34635 and the name of the initial registered agent of this Corporation is Stephen A. Ferra, whose address is 1421-F Court Street, Clearwater, FL 34616.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation initially shall have one (1) Director. The number of Directors may be either increased or diminished from time-to-time by the Bylaws but shall never be less than one. The name and address of the initial Director of this Corporation is:

DOUGLAS ANTHONY CROUCH

#### **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is:

DOUGLAS ANTHONY CROUCH

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the Shareholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

#### **ARTICLE IX - CALLING OF SPECIAL MEETING**

Special meetings of shareholders may be called by the President, Secretary, a majority of the Shareholders, the Board of Directors of this Corporation or a designee of any of the same.

#### **ARTICLE X - REMOVAL OF DIRECTOR**

The Shareholders of this Corporation shall be entitled to remove any Director from office with or without cause during his term.

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

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

**ARTICLE XII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the Shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

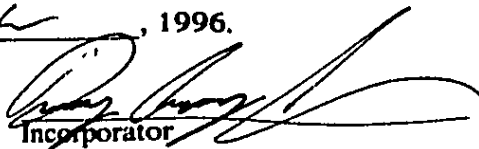
**ARTICLE XIII - AMENDMENT**

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

**ARTICLE XIV - MISCELLANEOUS PROVISIONS**



It is the intention of the Incorporator of this Corporation that the first Board of Directors adopt a Plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a "Small Business Corporation" which qualifies under the Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of March, 1996.

  
Incorporator

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

Before me, the undersigned authority, personally appeared, DOUGLAS ANTHONY CROUCH, who produced the following identification: Florida DL, as the person who executed the foregoing Articles of Incorporation, he acknowledged before me that he executed these Articles of Incorporation, and he did not take an oath.

  
Notary Public  
Commission #:  
My commission expires  STEPHEN A FERRA  
My Commission CC833025  
Expires Feb. 18, 2000

**ACKNOWLEDGMENT OF RESIDENT AGENT**

Having been named to accept service of process for **CROUCH ENTERPRISES, INC.**  
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.

  
**STEPHEN A. FERRA**  
Resident Agent

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