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PRINCIPAL  
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DIVISION OF CORPORATION

ACCESSION NO. 897336 90463A

REFERENCE : 897336 90463A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 122.50

ORDER DATE : March 27, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 897336

100001760011

CUSTOMER NO: 90463A

CUSTOMER: Edward Weber, Esq  
J. EDWARD WEBER, ESQ

Suite 2 North  
329 West Miami Avenue  
Venice, FL 34285

EFFECTIVE DATE  
APR - 1 1996

DOMESTIC FILING

NAME: LAZZANICH SOUTHERN CORP.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS: T. BROWN MAR 28 1996

FILED  
96 MAR 27 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
APR - 1 1996

ARTICLES OF INCORPORATION  
OF  
LATZANICH SOUTHERN CORP.

FILED  
96 MAR 27 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be LATZANICH SOUTHERN CORP.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act, and it shall have powers and authority reserved to a corporation under the Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is One Thousand (1000) shares. All such shares shall be of a single class, designated as common, and shall have no par value.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

#### ARTICLE V

The corporation shall have preemptive rights.

#### ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, officer, or fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VII

The bylaws of the corporation may be amended by majority vote of the shareholders.

#### ARTICLE VIII

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and addresses is as follows:

Robert K. Latzanich 551 Pocono Blvd.  
Mt. Pocono, PA 18344

ARTICLE IX

The initial registered agent of the corporation is John J. Latzanich. The street address of the corporation's initial registered office is 1195 Willow Springs Drive, Venice, Florida 34293.

ARTICLE X

The initial principal office of the corporation and residence address shall be:

1195 Willow Springs Drive  
Venice, Florida 34293

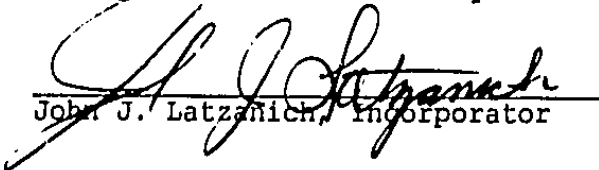
ARTICLE XI

The name and address of the incorporator to these Article of Incorporation is John J. Latzanich, 1195 Willow Springs Drive, Venice, Florida 34293.

ARTICLE XII

This corporation shall begin existence at 12:01 A.M. April 1, 1996, and shall continue until dissolved as provided by law.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of March, 1996.

  
John J. Latzanich, Incorporator

CONSENT TO SERVE AS REGISTERED AGENT  
FOR

LATZANICH SOUTHERN CORP.

FILED  
96 MAR 27 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: March 26, 1996

  
John J. Latzanich