1201 HAYS STREET TALLAHASSEE, FL 3230F 904-222-9171 904-222-0191 FAX

800-342-8086



ACCOUNT	NO.		0721000000032
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REFERENCE: 893539

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AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: March 25, 1996

ORDER TIME : 9:28 AM

ORDER NO. : 893539

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CUSTOMER NO: 80361A

CUSTOMER: Mr. John B. Mizell

WOTITZKY WOTITZKY MIZELL AND WOTITZKY

ROSS, P.A.

223 Taylor Street

Punta Gorda, FL 33950

#### DOMESTIC FILING

NAME:

STAAS & ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

examiner's initials: <u>Enic</u>

FLORIDA DEPARTMENT OF STATE II 2: 11
Sandra B. Mortiklaten of Cumponation

Secretary of State

March 26, 1996

lease give riledate

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: STAAS & ASSOCIATES, INC.

Ref. Number: W96000006541

We have received your document for STAAS & ASSOCIATES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6927.

Kathy Hyman Document Specialist

Letter Number: 196A00013853

# ARTICLES OF INCORPORATION OF STAAS & ASSOCIATES, INC.

FILED
96 HAR 26 PH 12: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these Articles to be delivered to the Department of State, State of Florida, for the purpose of forming a corporation under the laws of the State of Florida.

## Article 1 - Name and Mailing Address

The name of this corporation is STAAS & ASSOCIATES, INC. and its mailing address shall be 2811 Ryan Boulevard, Punta Gorda, Florida 33950.

## Article 2 - Duration of Corporate Existence

This corporation shall exist perpetually,

#### Article 3 - Purposes

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

#### Article 4 - Capital Stock

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock. There shall be no other type or class of stock.

#### Article 5 - Address and Registered Agent

The street address of the initial registered office of this corporation shall be 2811 Ryan Boulevard, Punta Gorda, FL 33950. The name of the initial registered agent at such address is VICKI J. STAAS.

## Article 6 - Directors

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by ByLaws adopted by the shareholders, but shall never be less than one nor more than seven.

## Article 7 - Initial Director

The name and post office address of the initial director is:

Name

Address

Vicki J. Staas

2811 Ryan Boulevard Punta Gorda, FL 33950

## Article 8 - Incorporator

The name and post office address of the incorporator of this corporation is:

Name

Address

Vicki J. Staas

2811 Ryan Boulevard Punta Gorda, FL 33950

#### Article 9 - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

- A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or
- B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is

attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the Issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

#### Article 10 - 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 a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation by made.

JOHN B. MIZELL Notary Public, State of Florida ly Comm. Expires Aug. 20, 1998

7 No. CC 402299 Bonded Thru Witteral Watery Bermin

Affix

Printed name of notary

Serial or Commission Number

# D S SOME CONTROL OF THE OWNER OWNER OF THE OWNER OWNER OF THE OWNER CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS S

In compliance with § 48.091 Fla. Stat., the following is submitted:

STAAS & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 2811 Ryan Boulevard, Punta Gorda, Florida 33950, has designated VICKI J. STAAS, whose street address is 2811 Ryan Boulevard, Punta Gorda, Florida 33950, as its agent to accept service of process within this state.

STAAS & ASSOCIATES, INC.

By: Vickl J. Stage

#### ACCEPTANCE

Having been designated as agent to accept service of process for the abovenamed corporation, at the placed stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Vicki J. Staas

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