# Par 00030375

Americana Management 2527 Omericand Quence Daruga, Florida 33619

	Office Use Only
CORPORATION	NAME(S) & DOCUMENT NUMBER(S), (if known):
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NEW FILINGS	AMENDMENTS 3 11
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
Annual Report Fictitious Name	REGISTRATION/ QUALIFICATION  Foreign  Limited Partnership
Name Reservation	Reinstatement
	Trademark
	Other

Examiner's Initials

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TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

#### ARTICLE 1

Name

The name of this corporation shall be:

## AMERICANA MANAGEMENT AND MAINTENANCE CORPORATION

ARTICLE II

Purposes

The corporation may engage in any activity of business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

Term of Existence

The duration of this corporation is to be perpetual

ARTICLE IV

Capital Stock

The corporation is authorized to issue 7500 shares of common stock, with a par value of \$ 1.00 which shall be designated " Common Shares ".

#### **ARTICLE V**

## Intial Register Office And Agent

The street address of the initial registered office of this corporation and the principal address are one and the same. The mailing address for principal office and the registered agent are the same as below:

2827 Americana Avenue Tampa, Florida 33619

The name of the initial registered agent of this corporation at that address is:

Jamle Tomasko

This corporation shall have \_\_\_\_\_ directors initially. The number of directors may be either increased or dimished from time to time by the laws, but shall never be less than one (1),

NAME

TITLE

**ADDRESS** 

Jamle Tomasko

President

8220 Garrison Circle, Tampa, Florida

Jamle Tomasko

Vice President

8220 Garrison Circle, Tampa, Florida

Jamie Tomasko

Sec. Treas.

8220 Garrison Circle, Tampa, Florida

#### ARTICLE VII

#### incorporator

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

NAME ...

**ADDRESS** 

Jamie Tomasko

8220 Garrison Circle, Tampa. Florida

# ARTICLE VIII Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all persons who would be entitled to vote upon such action at a meeting and filled with the secretary of the corporation as part of the corporate records.

## ARTICLE VIIII

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement among themselves or with cerporation or third persons, abridging, iimiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, piedge, hypothecate or transfer on the books of the corporation any and all of the stocks of the corporation held by them and if a copy of the agreement is filled with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed therein by an officer of the corporation and such stock shall not transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides the certificates of stock shall be registered so that the share standing in the name of any person as pledgee, trustee or other fiduciary may be veted, in person or by prexy, and without proof of authority.

# ARTICLE X Inspection of books

Each stockholder shall have the unqualified right and priviledge to examine all corporate books, records and correspondence. This priviledge of examination is conditioned by the provision that the shareholder agrees to indemnify the corporation for losses suffered by improper disclosure of information obtained in the course of such inspection. The shareholder may not delegate the right of inspection.

# ARTICLE XI Telephone meetings

Members of the Board of Directors or an executive committee shall be deemed present at a meeting if a conference telephon or similar communications, equipment by means of which all persons participating in the meeting can hear each other is used.

# ARTICLE XII Partly Paid Shares

The Board of Directors may by resolution authorize the issue of the whole or any part of the shares of stock of the corporation as partly pakl subject to the provisions of Florida Statues.

# ARTICLE XIII Interested Directors of Officers •

No contract, act or transaction of the corporation with any person or person, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officers, director or directors of the corporation is a party to or interested in such contract, act or transaction, or in anyway connected with such person or person, firm or corporation is hereby relieved from any liavility that might otherwise exist from thus contracting with the corporation for the benefits of himself or any firm association or corporation in which he may be in anywise interested.

# ARTICLE XIV By-Laws

The power to adopt, alter amend or repeat by laws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE XV

Long Term Employment Contract

The Board of Directors may authorize the corporation to enter into employment contracts with any executive office for periods longer than one year, and any charter or by law provision for annual election shall be without prejudice to the contracts rights, if any or the executive officer under such contracts.

#### ARTICLES XVI

Directors Reliance on Corporate records

A director shall not be liable for dividends lilegally declared, distributions illegally made to shareholders, or any other action taken in reliance in good faith upon financial statements of the corporation represented to him to be correct by the President of the corporation or the office having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the said corporation, nor shall be be liable if in good faith in determining the amount available for dividends or distribution be considers the assets to be of ample value.

JANIE TOMASKO, Subscriber

, STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgements in the state and countyu set forth above, personally appeared <u>IAMIE TOMASKO</u>, knews to me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my offical seal, in the State and County aforesaid, this 27 th day of March, 1996

Notary Public

for State of Florida at Large

My commission expires:

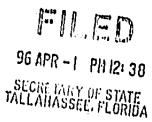
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## ACCEPTANCE OF APPOINTMENT

OF

## REGISTERED AGENT

The undersigned having been designated as and appointed as Registered Agent hereby accepts the appointment pursuant to Florida Statutes 67.034 with said acceptance date to be simultaneous with the formation of AMERICANA MANAGEMENT AND MAINTENANCE CORPORATION, as a Florida Corporation, pursuant to Florida Law.

Dated at Tampa, Florida on March 27,1996.

JAMIE JOMASKO, REGISTERED AGENT