

P. 96000040781

ROBERT C. CLARK  
ATTORNEY AT LAW  
1785 14TH AVENUE  
VERO BEACH, FLORIDA 32960

407-569-4555

State of Florida  
Division of Corporations  
P. O. Box 5588  
Tallahassee FL 32314

400001811624  
-05/07/96--01122--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sirs:

Enclosed please find Articles of Incorporation for DALMATION, INC. along with my check for \$70.00 to cover the cost of filing same. I would ask that you send back the copy file stamped in the enclosed stamped self-addressed envelope.

Thank you for your assistance in this matter.

Yours truly,

*Robert C. Clark*

Robert C. Clark, Esquire

RCC:clm  
Enclosures

FILED  
96 MAY -7 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*4/23/96*

ARTICLES OF INCORPORATION

FOR

DALMATIAN, INC.

ARTICLE I

The name of this corporation shall be DALMATION,  
INC. herein after referred to as the "Corporation".

ARTICLE II

The general nature of the business and objects and purposes proposed to be transacted, promoted and carried on are to do any and all things hereinafter mentioned as fully and to the same extent as natural persons might or could do, vis:

(a) To engage in the business of buying and selling real estate and real properties for both retention, resale and possible development thereof to perform other functions incidental to the buying, selling, owning and developing of realty.  
To purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise of every class, kind and description, necessary to the accomplishment of the above-stated business objectives, except that it is not to conduct a banking, safe deposit, trust, insurance, surety,

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TALLAHASSEE, FLORIDA

express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, mutual fire insurance association, cooperative, state fair or exposition.

(b) To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States and in foreign countries, without restriction as to place or amount.

(c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, as principle, agent, trustee, or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or object of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

This Corporation shall be entitled to all rights, powers and provisions of the laws of the State of Florida affecting corporations as such laws may now exist or as such laws may hereinafter be enacted.

### ARTICLE III

#### CAPITAL STOCK

The capital stock of this Corporation shall consist of one thousand (1,000) shares of common stock, having par value of One Dollar (\$1.00) each.

The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America, or property, labor, or services at a just valuation to be fixed by the Stockholders. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Stockholders.

Additional shares of stock without par value may be authorized from time to time by the Corporation, and said shares of stock may be issued for such consideration as shall be set by the Stockholders.

### ARTICLE IV

#### AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which the Corporation shall begin business is not less than Five Hundred Dollars (\$500.00).

### ARTICLE V

#### CORPORATE EXISTENCE

The Corporation is to have perpetual existence.

### ARTICLE VI

#### PRINCIPAL OFFICE AND RESIDENT AGENT

The principal place of business of said corporation is to be located at 1936 14th Avenue, Vero Beach, Florida, 32960 with the privilege, however, of having branch offices or places of business at

any other place or places within or without the State of Florida, or in foreign countries,

ROBERT C. CLARK is hereby designated as Resident Agent of this Corporation, whose address is 1936 14th Avenue, Vero Beach, FL.

#### ARTICLE VII

##### NAME AND POST OFFICE ADDRESS OF THE SUBSCRIBERS

| <u>NAME</u>     | <u>ADDRESS</u>                               |
|-----------------|----------------------------------------------|
| LARRY HOWLAND   | 1936 14th Avenue, Vero Beach, Florida, 32960 |
| ROBERT CLASSON  | 1936 14th Avenue, Vero Beach, Florida, 32960 |
| ROBERT C. CLARK | 1936 14th Avenue, Vero Beach, Florida, 32960 |
| WELLFORD HARDEE | 1936 14th Avenue, Vero Beach, Florida, 32960 |

#### ARTICLE VIII

##### NUMBER OF DIRECTORS

The number of the Corporation's directors shall be four but the By-laws may provide for such increase or decrease in number thereof as is authorized by law.

#### ARTICLE IX

##### NAMES AND POST OFFICE ADDRESS' OF DIRECTORS

The names and post office addresses of the first Board of Directors and Officers of the Corporation, who, subject to the provisions of these Articles of Incorporation and the By-laws and General Corporation Law of the State of Florida, shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified, are as follows:

| <u>NAME</u>     | <u>OFFICE</u>           | <u>ADDRESS</u>                |
|-----------------|-------------------------|-------------------------------|
| ROBERT C. CLARK | President/Director      | 1936 14th Ave, Vero Beach, FL |
| LARRY HOWLAND   | Vice President/Director | 1936 14th Ave, Vero Beach, FL |
| ROBERT CLASSON  | Treasurer/Director      | 1936 14th Ave, Vero Beach, FL |
| WELLFORD HARDEE | Secretary/Director      | 1936 14th Ave, Vero Beach, FL |

#### ARTICLE X

The By-laws may prescribe the number of Directors necessary to constitute a quorum of the Board of Directors, which number may not

be less than the majority of the whole Board of Directors. In case of vacancy in the Board of Directors, through death, resignation, disqualification or other causes, such vacancy shall be filled for the unexpired term by the affirmative vote of a majority of the remaining Directors. In case of any increase in the number of Directors, the additional Directors shall be elected by the affirmative vote of the majority of Directors then in office.

The Corporation, may, at any meeting of the Board of Directors, sell, lease or exchange all of its property and assets, including its good will, and its corporate franchise or any property or assets essential to its corporate business, upon such terms and conditions either by cash, for the securities of any other corporation or corporations, or for such consideration as its Board of Directors may deem expedient and for the best interest of the Corporation when and as authorized by the affirmative vote of the holders of record of the majority of the stock of each class issued and outstanding, given at a stockholders meeting duly called for that purpose, or when authorized by the written consent of the holders of record of a majority of the stock of each class issued and outstanding.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Vero Beach, Indian River County, Florida, for the uses and purposes aforesaid on this 26 day of APRIL, 1996.

Larry Howland  
NAME  
Robert M. Classon  
NAME

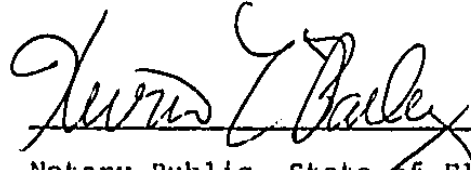
Robert C. Clark  
NAME  
Walter E. Hatcher  
NAME

STATE OF FLORIDA

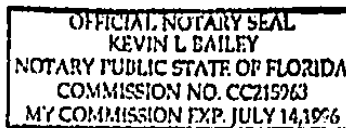
COUNTY OF INDIAN RIVER

PERSONALLY APPEARED before me, the undersigned authority,  
ROBERT C. CLARK, LARRY HOWLAND, ROBERT CLASSON and WELLFORD HARDEE  
who are to me well known and known to me by the persons described  
in and who executed the foregoing Articles of Incorporation, and  
each of them acknowledged before me, according to law, that they  
made and subscribed the same for the uses and purposes therein  
mentioned and set forth.

Witness my hand and official seal at Vero Beach, Indian  
River County, Florida, this 26 day of APRIL, 1996.

  
Notary Public, State of Florida  
At Large

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST----THAT DALMATIAN, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF VERO  
BEACH, STATE OF FLORIDA, HAS BEEN NAMED ROBERT C. CLARK LOCATED AT  
1936 14th Avenue, Vero Beach, Florida AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Larry Howland

TITLE

VICE - PRES.

DATE

4/26/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE

Robert C. Clark

DATE

April 26, 1996

FILED  
96 MAY -7 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



P96000040781

ROBERT C. CLARK  
ATTORNEY AT LAW  
1706 64TH AVENUE  
VERO BEACH, FLORIDA 32960

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Division of Corporations  
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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(c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, as principle, agent, trustee, or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or object of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

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| <u>NAME</u>     | <u>OFFICE</u>           | <u>ADDRESS</u>                |
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The Corporation, may, at any meeting of the Board of Directors, sell, lease or exchange all of its property and assets, including its good will, and its corporate franchise or any property or assets essential to its corporate business, upon such terms and conditions either by cash, for the securities of any other corporation or corporations, or for such consideration as its Board of Directors may deem expedient and for the best interest of the Corporation when and as authorized by the affirmative vote of the holders of record of the majority of the stock of each class issued and outstanding, given at a stockholders meeting duly called for that purpose, or when authorized by the written consent of the holders of record of a majority of the stock of each class issued and outstanding.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Vero Beach, Indian River County, Florida, for the uses and purposes aforesaid on this 26 day of APRIL, 1996.

Larry Howland  
NAME  
Robert M. Classon  
NAME

Robert C. Clark  
NAME  
William E. Hulse  
NAME

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

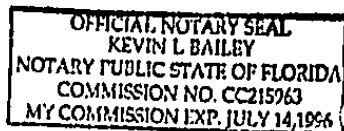
PERSONALLY APPEARED before me, the undersigned authority,  
ROBERT C. CLARK, LARRY HOWLAND, ROBERT CLASSON and WELLFORD HARDEE  
who are to me well known and known to me by the persons described  
in and who executed the foregoing Articles of Incorporation, and  
each of them acknowledged before me, according to law, that they  
made and subscribed the same for the uses and purposes therein  
mentioned and set forth.

Witness my hand and official seal at Vero Beach, Indian  
River County, Florida, this 26 day of APRIL, 1996.



Notary Public, State of Florida  
At Large

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
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SIGNATURE

Larry Howland

TITLE

VICE - PRES.

DATE

4/26/96

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AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE

Robert C. Clark

DATE

April 26, 1996

FILED  
96 MAY -7 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**ROBERT C. CLARK**  
ATTORNEY AT LAW  
1936 14TH AVENUE  
VERO BEACH, FLORIDA 32960  
407-569-4555

May 31, 1996

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee FL 32314

IN RE: DALMATIAN, INC.

Dear Sirs:

Enclosed please find the first page of the Articles of Incorporation for Dalmatian, Inc. As you will note the name is spelled Dalmatian in the title line of the Articles yet on the first line of ARTICLE I it is spelled Dalmation. Please be advised that the official spelling is with an "A" not an "O" and I would ask that this be changed in the State's records since apparently, according to your letter of May 13, 1996, the name has been entered with an "O" rather than an "A".

Thank you for your assistance in this matter.

Yours truly,

*Robert C. Clark*  
Robert C. Clark, Esq.

RCC:clm  
Enclosure

*DMC*  
*6-11-96*

RECEIVED  
96 JUN 10 AM 8:04  
DIVISION OF CORPORATIONS