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Profit NonProfit Limited Liability Domestication Other	AMENDMENT  Amendment  Resignation of R.A.,  Change of Registered  Dissolution/Withdraw  Merger	Officer/ Director Agent	- •	FILED
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Examiner's Initials

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TO CHARLES LONDA

# ARTICLES OF INCORPORATION OF MOVE OVER, INC. (a For Profit Corporation)

#### ARTICLE J. NAME

The name of this corporation shall be MOVE OVER, INC.

The principal office shall be: 17949 W. State Rd 50, Box 7, Killarney, FL 34740

## ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation by the Corporation. This Corporation's duration shall be perpetual.

#### ARTICLE III. PURPOSE

This corporation is being organized for the purpose in engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

#### ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 par value shares of common capital stock at \$4.00 per share.

#### ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

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### ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to self, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation and it's officers and/or shareholders at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by certified mail, to this corporation at its registered office address, and to each officer and/or shareholder, at the corporation's registered office address and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, and if each officer and/or shareholder fails or refuses, within such period, to make satisfactory arrangements for purchase of such shares, shareholder shall have the right to dispose of such shares without any further restrictions. Upon the death of any shareholder, this corporation shall have the right to purchase any share of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the perosnal representative of the shareholder.

Each stock certificate issued by the corporation shall carry the following legend:

"These shares are held subject to certain transfer restrictions imposed by this Corporation's Articles of Incorporation, a copy of which is on file at this corporation's principal office."

# ARTICLE YII. INITIAL BOARD OF DIRECTORS

The number of directors on the corporation's initial Board of Directors shall be four. The number of directors may be increased or decreased from time to time, as provided in the corporation's bylaws, but shall never be less than one. The name and address of each individual who shall serve as a member of the initial Board of Directors are:

Mark Lacek, *Director* - 17949 W. State Road 50, Box 7, Killarney, FL 34740 Debra Lacek, *Director* - 17949 W. State Road 50, Box 7, Killarney, FL 34740 John W. Kilpatrick, *Director* - 433 75th Ave., St. Pete Beach, FL 33706 Kelley Kilpatrick, *Director* - 433 75th Ave., St. Pete Beach, FL 33706

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, directors, employee, or agent to the fullest extent permitted by law.

# ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT

The physical address of this corporation's initial registered office shall be:

17949 W. State Road 50, Killarney, FL 34740

The mailing address of this corporation's initial registered office shall be:

P.O. Box 7, Killamey, FL 34740

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Debra M. Lacek

#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

Debra M. Lacek, P.O. Box 7, Killarney, FL 34740

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# ARTICLE XI. AMENDMENT

TALLAHASSEL, CURRIDA

This corporation reserves the right to amend or repeal any provisions in these Articles of Incor, ration, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

(seal)

OFFICIAL NOTARY SHAL SAMBIRA K DELOA CH NOTARY PUFFIC STATE OF FLORIDA COMMISSION NO. CC307213 ATY COMMISSION NO. CC307213

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# **CERTIFICATE OF DESIGNATION**

OF

## REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office / Registered Agent, in the State of Florida:

- 1. The name of the corporation is: MOVE OVER, INC.
- 2. The name and address of the registered agent and office is:

Debra M. Lacek 17949 W. State Road 50 Killarney, FL 34740

Y COMMISSION ESP. AUG. 10,1997

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Debra M. Lacek	5-9-96 Date
State of Florida County of Nange	<i>"</i>
The foregoing instrument was acknowledged before 19 90, by Alexa n Jacek (type of id) as ide	who is personally know to me or who has produced entification; and who did (did not) take an oath.
Commission #: <u>CC3073/3</u> Commission expires: <u>Cug. 10,1997</u>	Signature of Notary
OFFICIAL NOTALY LEAL SANDEA IS DESCRICTE  (SPAI) ARY PUBLIC STATE OF FLOPIDA COMMISSION NO. CCSM JI3	SANDRA K. DELOACH name of Notary - printed or stamped

# Paga 20042826

P.O. Box 121155 Clormont, FL 34712 (352) 394-5001

August 12, 1996

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

RE: Move Over, Inc.

Document number: P96000042826

To Whom It May Concern:

Please be advised the the physical address, registered agent address and mailing address of the corporation listed above have changed as follows:

New Principal Address:

1330 Bowman Street Clermont, FL 34711

New Mailing Address:

P.O. Box 121155 Clermont, FL 34712

New Registered Agent Address:

Debra M. Lacek 1330 Bowman Street Clermont, FL 34711

If you could please change our records accordingly. Thankyou.

Sincerely,

MOVE OVER, INC.

Debra M. Lacek Registered Agent

8.19.96