

P96000050436

TRANSMITTAL LETTER

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

SUBJECT: Corporate Shell Five, Inc.

FILED  
96 JAN 10 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the Articles of Incorporation regarding the above corporation. Please file and return same at your earliest convenience. Thank you.

From & Return To:

Affordable Advocates<sup>SM</sup>  
5030 South U.S. Highway 17/92  
Casselberry, Florida 32707  
(407) 339-4445

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**ARTICLES OF INCORPORATION**  
**OF**  
**CORPORATE SHELL FIVE, INC.**

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

**ARTICLE ONE - NAME**

The name of the corporation shall be: Corporate Shell Five, Inc.

**ARTICLE TWO - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be

29425 CR 561  
Tavares, Florida 32778

**ARTICLE THREE - TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE FOUR - NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE FIVE - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

| <u>Class</u> | <u>Par Value</u> | <u>Number</u> |
|--------------|------------------|---------------|
| Common       | N/A              | 1000          |

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#### ***ARTICLE SIX - INITIAL REGISTERED AGENT***

The name and address of the initial registered agent and registered office is

Craig Cook  
29425 CR 561  
Tavares, Florida 32778

#### ***ARTICLE SEVEN - INITIAL DIRECTOR***

The number of directors constituting the initial Board of Directors of the corporation is 2 (two), and the name of the persons who are to serve as directors until the organizational meeting or until the first meeting of shareholders or until their successors are elected and qualified are

Craig Cook  
Patti Ciaramella

#### ***ARTICLE EIGHT - LIMITATION OF LIABILITY***

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ***ARTICLE NINE - SELF DEALING***


No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

**ARTICLE TEN - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is

Craig Cook  
29425 CR 561  
Tavares, Florida 32778

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 5 day of June, 1996.

  
\_\_\_\_\_  
(Incorporator's Signature)  
**Craig Cook**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS 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 AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Corporate Shell Five, Inc.

2. The name and address of the registered agent and office is:

Craig Cook  
29425 CR 561  
Tavares, Florida 32778

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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 to agree to act in this capacity. I further agree to comply with the provisions 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.

  
(Signature of Registered Agent)

6/5/96  
(Date)

Craig Cook

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\_\_\_\_\_  
Address  
\_\_\_\_\_  
City/State/Zip Phone #

FILED 10/17/97  
10/17/97  
\*\*\* 10/17/97 \*\*\*

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

STATE OF  
FLORIDA

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AND  
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## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Corporate Shell Five, Inc.

SECOND: The articles of incorporation were filed on: June 10, 1996

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 27<sup>th</sup> day of January, 19 97.

Signature

Craig F. Cook  
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Craig F. Cook  
(Typed or printed name)

Sole Incorporator  
(Title)

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JAN 13 1997  
TALLAHASSEE, FLORIDA

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JAN 13 1997  
TALLAHASSEE, FLORIDA

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\_\_\_\_\_  
Address  
\_\_\_\_\_  
City/State/Zip Phone #

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Craig F. Cook  
(Typed or printed name)

Sole Incorporator  
(Title)

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