

P96000059027

TRANSMITTAL LETTER

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 0327  
TALLAHASSEE, FL. 32314

EFFECTIVE DATE

7-9-96

SUBJECT: Roger L Holstein Inc.  
(PROPOSED CORPORATE NAME)

\*\*\*\*\*122.50  
-07/12/96--01034-002  
\*\*\*\*\*122.50

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND OUR CHECK FOR \$ 122.50.

FROM:

Roger L Holstein  
NAME (PRINTED OR TYPED)

Calamondin Lane  
ADDRESS

Clearwater 34619  
CITY, STATE, & ZIP

(813) 791-6026  
TELEPHONE NUMBER

AL JUL 15 1996

FILED  
96 JUL 12 AM 8:40  
STATE  
TALLAHASSEE, FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

ARTICLES OF INCORPORATION  
OF

Roger L. Holstein Sm.

I, THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORM-  
ING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT,  
HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME  
THE NAME OF THE CORPORATION SHALL BE:

EFFECTIVE DATE

7-9-66

Roger L. Holstein Inc.

FILED  
25 JUL 12 PM 8:40

ARTICLE II - DURATION  
THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE  
DATE OF EXECUTION AND ACKNOWLEDGMENT OF THESE ARTICLES.

ARTICLE III - PURPOSE  
THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER  
THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL  
CORPORATION ACT.

ARTICLE IV - CAPITAL STOCK  
THIS CORPORATION IS AUTHORIZED TO ISSUE 1000 SHARES OF  
PAR VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON  
SHARES".

ARTICLE V - PRINCIPAL OFFICE  
THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS  
CORPORATION SHALL BE:

Calamandin Lane.

Clearwater Fl. 34619.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT  
THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE:

Calamandin Lane.  
Clearwater Fl. 34619.

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

Roger L. Holstein

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII - INCORPORATORS  
THE NAME AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

Roger L. Holstein

ARTICLE IX - BYLAWS  
THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL BYLAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK  
SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNT SET OPPOSITE THEIR NAMES:

Roger L. Holstein - 500

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

ARTICLE XI - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENTS HERETO, AND ANY RIGHTS CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

ARTICLE XII - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

IN WITNESS WHEREOF, I HAVE HERETO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 9 DAY OF July, 1996.

X Roger Z Halstein

CERTIFICATE OF DESIGNATION  
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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: \_\_\_\_\_

Roger L. Holstein Inc.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Roger L. Holstein.  
(NAME)

Colamandin Lane.  
(P.O. BOX NOT ACCEPTABLE)

Clearwater Fl. 34619  
(CITY/STATE/ZIP)

56 JUL 12 AM 8 40  
FILED  
RECEIVED  
CLERK OF COURT  
JUL 12 1996

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 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

Roger L. Holstein

DATE

7.9.96