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BARABOTA, FLORIDA 34836-5968

FILED

96 JUL 12 PM 3:23

TELEPHONE 941-951-0666

CARL J. ROBIE, III\*  
DAVID A. STEVES, P. A.\*\*

FACSIMILE 941-954-1036  
TALLAHASSEE, FLORIDA  
\*ALSO ADMITTED IN PENNSYLVANIA  
\*\*ALSO ADMITTED IN OHIO

July 11, 1996

Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

500001892355  
-07/12/96--01035--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

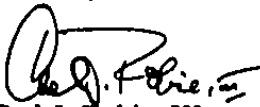
Re: MACO WEST, INC.

Dear Division of Corporations:

Enclosed are the original Articles of Incorporation for the above captioned corporation to be filed with the State of Florida along with a copy which I would appreciate your stamping "FILED" and returning to me with the notice of verification. I have also enclosed a check in the amount of \$70.00 to cover the filing fees.

Should you have any questions, please do not hesitate to contact me at the above numbers. Thank you for your help in this regard.

Sincerely,



Carl J. Robie, III  
CJR/car  
Enclosures  
PC: Roger N. Bumpus

PH  
7/15/96

ARTICLES OF INCORPORATION  
OF  
MACO WEST, INC.

FILED  
96 JUL 12 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

**Name:** The name of the corporation is **MACO WEST, INC.**

ARTICLE II

**Duration:** The corporation shall exist perpetually.

ARTICLE III

**Purpose:** The corporation is organized for the purposes of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act and all other laws of the State of Florida.

ARTICLE IV

**Capital Stock:** The corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00 per share, all of which shall be common shares.

ARTICLE V

**Registered Office and Agent:** The street address of the initial registered office of the corporation is 1800 Second Street, Suite 735, Sarasota, Florida 34236, and the name of the initial registered agent of the corporation at that address is Carl J. Robie, III.

ARTICLE VI

**Principal Office:** The principal office and the mailing address of the

corporation is 3078 Wood Pine Lane, Sarasota, FL 34231.

#### **ARTICLE VII**

**Board of Directors:** The corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of the corporation are:

Name	Address
Roger N. Bumpus	3078 Wood Pine Lane, Sarasota, FL 34231
Margherita Bumpus	3078 Wood Pine Lane, Sarasota, FL 34231
Peter B. Bumpus	1616 N. Lake Shore Drive, Sarasota, FL 34231

#### **ARTICLE VIII**

**Incorporator:** The name and address of the person signing these Articles as incorporator is:

Name	Address
Carl J. Robie, III	1800 2nd St., Ste. 735, Sarasota, FL 34236

#### **ARTICLE IX**

**Officers:** The officers of the corporation shall be a president, a vice president, a secretary, a treasurer and such other officers and agents as may be deemed necessary and proper and as provided for in the bylaws of the corporation. All officers and agents as may be deemed necessary shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the bylaws of the corporation or determined by the Board of Directors.

Any person may hold two or more offices. Initially, President and Treasurer of the corporation shall be Roger N. Bumpus. Vice President and Secretary shall be Peter B. Bumpus.

#### ARTICLE X

**Amendment:** The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation. The Board of Directors shall have the power to adopt, alter or repeal bylaws.

#### ARTICLE XI

**Corporate Existence:** This corporation shall commence its existence at the time of filing of these Articles of Incorporation with the Department of State, Division of Corporations, Tallahassee, Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Sarasota, Florida, this 11<sup>th</sup> day of July, 1996.

  
\_\_\_\_\_  
CARL J. ROBIE, III, Incorporator

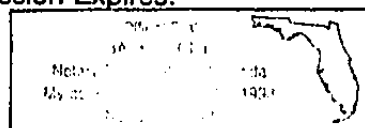
STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of July, 1996 by Carl J. Robie, III who is personally known to me and who did take an oath.

Notary Public

  
\_\_\_\_\_  
Print Name JANE D. GILL

My Commission Expires:



FILED

**CERTIFICATION OF ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

96 JUL 12 PM 3:23

SECRETARY OF STATE  
REGISTERED FLORIDA

The undersigned, CARL J. ROBIE, III, having been designated as Registered Agent to accept service of process for **MACO WEST, INC.** hereby accepts such designation and agrees to act in this capacity, and further agrees to comply with the provisions of the applicable Florida Statutes relative to keeping open the registered office of the corporation at the place designated in the Articles of Incorporation as follows:

Registered Agent: CARL J. ROBIE, III  
Registered Office: 1800 Second Street, Suite 735  
Sarasota, FL 34236

The undersigned Registered Agent is familiar with and accepts the obligations of Section 607.325, Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11<sup>th</sup> day of July, 1996.

  
\_\_\_\_\_  
CARL J. ROBIE, III