

1201 HAYS STREET  
ORLANDO, FL 32801  
904 2-0893  
800-142-0080  
P960000060070



PRINTED NAME  
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 020740 80881A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyzdek

ORDER DATE : July 16, 1996

ORDER TIME : 9:24 AM

7000001894537

ORDER NO. : 020740

CUSTOMER NO: 80881A

CUSTOMER: Ms. Regina T. Lowrie  
WARLICK FASSETT & ANTHONY,  
P.A.  
Orange Bank Bldg., Suite 500  
14 East Washington Street  
Orlando, FL 32801

DOMESTIC FILING

NAME: ~~APOPKA PARTNERS, INC.~~

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 16 AM 10:43

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

502-672  
W96-14833

96 JUL 16 PM 1:58  
7/18/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUL 16 AM 10:43

July 16, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: APOPKA PARTNERS, INC.  
Ref. Number: W96000014833

## RESUBMIT

Please give original  
submission date as file date.

We have received your document for APOPKA PARTNERS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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Claretha Golden  
Document Specialist

Letter Number: 096A00034394

**ARTICLES OF INCORPORATION  
OF**

**APOPKA RETAIL PARTNERS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 16 AM 10:43

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be APOPKA RETAIL PARTNERS, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - INITIAL PRINCIPAL OFFICE**

The initial principal office of the Corporation shall be located at 5761 Bird Road, Miami, Florida 33155.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business purposes.

**ARTICLE V - CAPITAL STOCK**

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be 5761 Bird Road, Miami, Florida.

The name of the initial registered agent of this corporation at that address shall be Stephen E. Brandon.

#### **ARTICLE VII - INITIAL DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
W. Edward Brandon	5761 Bird Road Miami, Florida 33155
Jeffrey Brandon	5761 Bird Road Miami, Florida 33155
Stephen E. Brandon	5761 Bird Road Miami, Florida 33155

#### **ARTICLE VIII - OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
W. Edward Brandon	5761 Bird Road Miami, Florida 33155	President

Jeffrey Brandon      5761 Bird Road  
Miami, Florida 33155

Vice President

Stephen E. Brandon      5761 Bird Road  
Miami, Florida 33155

Secretary/Treasurer

#### **ARTICLE IX - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

#### **ARTICLE X - SPECIAL PROVISION**

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

#### **ARTICLE XI - INDEMNITY**

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of any claim for reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or other officer may be entitled.

#### **ARTICLE XII - INCORPORATOR**

The following is the name and street address of the Incorporator to these Articles of Incorporation:

Stephen E. Brandon  
5761 Bird Road  
Miami, Florida 33155

**ARTICLE XIII - BY-LAWS**

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

**ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

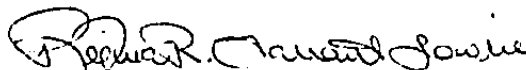
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15<sup>th</sup> day of July, 1996.

  
STEPHEN E. BRANDON  
Incorporator

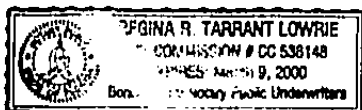
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared STEPHEN E. BRANDON, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of July, 1996.

  
Notary Public  
Print Name: \_\_\_\_\_  
My commission expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

(SEAL)



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 16 AM 10:43

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

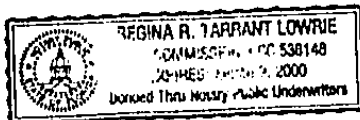
THAT, **APOPKA RETAIL PARTNERS, INC.**,  
desiring to organize under the laws of the State of Florida, with  
its principal office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State  
of Florida, has named as its Registered Agent Stephen E. Brandon, 5761 Bird Road, County of Dade, State  
of Florida, to accept service of process within this State.


**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place  
designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the  
provisions of said Act relative to keeping open said office.

  
STEPHEN E. BRANDON

SWORN TO AND SUBSCRIBED before me this 15<sup>th</sup> day of July, 1996 by STEPHEN E.  
BRANDON, who is personally known to me and who did take an oath.



  
Name: \_\_\_\_\_  
Notary Public, State of Fla.  
Serial No. \_\_\_\_\_

My commission expires: