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*19500079536*

September 20, 1996

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

900001954269  
-09/24/96--01038--007  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern

Re: **RICK RICHARDS, INC.**

We are enclosing Articles of Incorporation of **RICK RICHARDS, INC.**, and a check for \$122.50 for filing.

Please transmit the certificate of incorporation and certified copy of the articles to the undersigned at the above address.

Very truly yours,

*Robert M. Johnson*  
Robert M. Johnson

RJM/jw

Encls: Articles of Incorporation (2)  
Check

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*9/25*

**ARTICLES OF INCORPORATION**  
**OF**  
**RICK RICHARDS, INC.**

I, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is **RICK RICHARDS, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal office of the corporation is 3111 57th Street, Sarasota, Florida 34243.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence.

**ARTICLE IV - PURPOSES**

The purposes for which the corporation is organized are:

- A. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE VI - PREEMPTIVE RIGHTS GRANTED**

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities

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of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### **ARTICLE VII - REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 3111 57th Street, Sarasota, Florida 34243, and the name of the initial registered agent at such address is **CHARLES E. RICHARDS, IV**.

#### **ARTICLE VIII - DIRECTORS**

The first Board of Director of the corporation shall consist of:

**CHARLES E. RICHARDS, IV**  
3111 57th Street  
Sarasota, Florida 34243

#### **ARTICLE IX - INCORPORATORS**

The name and address of the incorporator is:

**CHARLES E. RICHARDS, IV**  
3111 57th Street  
Sarasota, Florida 34243

#### **ARTICLE X - OFFICERS**

Section 1: The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the person who is to serve as officer of the corporation for the ensuing

year, or until the first annual meeting of the corporation, are:

**OFFICE**

**NAME AND ADDRESS**

President

**CHARLES E. RICHARDS, IV**  
3111 57th Street  
Sarasota, Florida 34243

Secretary &  
Treasurer

**CHARLES E. RICHARDS, IV**  
3111 57th Street  
Sarasota, Florida 34243

**ARTICLE XI - MAJORITY CONSENT VOTING**

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

**ARTICLE XII - COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this 20 day of  
September, 1996.

  
\_\_\_\_\_  
**CHARLES E. RICHARDS, IV**

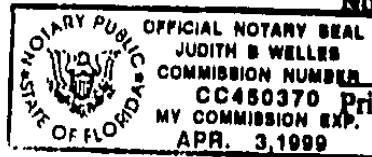
STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared **CHARLES E. RICHARDS, IV**, to me known personally or has produced \_\_\_\_\_ to be the person in and who executed the foregoing instrument and he acknowledged before me that he executed the same. (If no type of identification is indicated the person is personally known to me.)

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

(Notary Seal)

My Commission Expires:



Judith B. Welles  
Notary Public

Print Name of Notary Public

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

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In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That **RICK RICHARDS, INC.**, desiring to organize under the laws of the State  
of Florida with its principal office as indicated in the Articles of Incorporation at Sarasota,  
Florida, has named **CHARLES E. RICHARDS, IV**, of 3111 57th Street, Sarasota, Florida  
34243, as its agent to accept 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 provision of said Act relative to keeping open said office.

  
**CHARLES E. RICHARDS, IV**  
Resident Agent

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