

P96000091656

LAW OFFICES OF  
THOMAS A. HOADLEY, P.A.  
380 PERN STREET  
WINT PALM BEACH, FLORIDA 33401  
TELEPHONE 888-833-1877  
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November 1, 1996

Division Of Corporations  
ATTN: NEW CORPORATIONS  
Post Office Box 6327  
Tallahassee, Florida 32314

700002002987--7  
-11/13/96--01107--007  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Corporation: Canardiere Co., Inc.

To Whom It May Concern:

Please find enclosed an original and one copy of the Articles Of Incorporation for the above-referenced matter. Also, enclosed is the filing fee in the amount of \$122.50.

Please send a copy back to this office with the tax identification number for Canardiere Co., Inc.

Thank you very much.

Yours truly,

*Tom Hoadley*  
THOMAS HOADLEY

*Lori will send  
check. BL 11-5-96*

TH/lis  
encls.

FILED  
96 NOV -7 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

688, 671  
W96-23415  
B. REGISTER NOV 4 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 5, 1996

THOMAS HOADLEY, ESQUIRE  
320 FERN STREET  
WEST PALM BEACH, FL 33401

SUBJECT: CANARDIERE CO., INC.  
Ref. Number: W96000023415

We have received your document for CANARDIERE CO., INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 696A00050718

ARTICLES OF INCORPORATION  
CANARDIERE CO., INC.  
A FOR PROFIT CORPORATION

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96 NOV -7 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation for profit under the Florida Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is: CANARDIERE CO., INC.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a for profit corporation. The general purpose for which this corporation is formed is to purchase and own land for resale for the Thomas A. Hoadley, P.A. Defined Benefit Pension Trust, and any other interested person or entity; and for any other related legitimate business purpose.

ARTICLE IV

The corporation is organized upon a common stock basis as defined by Florida Statutes. There will be One Thousand (1,000) shares of common stock issued by the company.

ARTICLE V

The street address of the initial principal office of the corporation is: 320 Fern Street, West Palm Beach, Florida, 33401.

## ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The initial number of directors of the corporation shall be one; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The director named herein as the first Board of Directors shall hold office until the first meeting of members, to be held on the 31st day of December, 1996, at 9:00 a.m., at 320 Fern Street, West Palm Beach, Florida, 33401, at which time an election of directors shall be held.

Directors elected at the first meeting, and at all times thereafter, shall serve for a term of one year until the next annual meeting of members following the election of directors and until the qualifications of the successors in office. Annual meetings shall be held at 9:00 a.m., on the 31st day of December of each year at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous

vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The name and residential address of the person who will serve as the initial director is: THOMAS A. HOADLEY.

#### ARTICLE VII

The incorporator is a resident of Palm Beach County, Florida.

#### ARTICLE VIII

Subject to the limitations contained in the bylaws and any limitations set forth in the Corporation Act of Florida, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.

#### ARTICLE IX

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

ARTICLE X

The name and street address of the registered agent is:  
THOMAS A. HOADLEY, TRUSTEE, 320 Fern Street, West Palm Beach,  
Florida, 33401.

I, the undersigned, being the incorporator of this  
corporation, for the purposes of forming a for profit corporation  
under the laws of Florida, has executed these Articles of  
Incorporation on this 1st day of November, 1996.

Thomas A. Hoadley  
THOMAS A. HOADLEY, TRUSTEE

CANARDIERE CO., INC.

A PROFIT CORPORATION

FILED  
96 NOV -7 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement in designating the registered officer/registered agent, in the State of Florida.

1. The name of the corporation is CANARDIERE CO., INC.
2. The name and address of the registered agent and office is: THOMAS A. HOADLEY, TRUSTEE, 320 Fern Street, West Palm Beach, Florida, 33401.

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 obligation of my position as Registered Agent.

THOMAS A. HOADLEY, TRUSTEE  
320 Fern Street  
West Palm Beach, Florida 33401

BY:

Thomas A. Hoadley  
THOMAS A. HOADLEY

DATED NOVEMBER 1, 1996