

P96000093049
TRANSMITTAL LETTER

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

SUBJECT: Guirlinger Properties, Inc.
(Proposed corporate name - must include suffix)

500002000645--3
-11/08/96--01080--009
***131.25 ***131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Robert A. Guirlinger
Name (Printed or typed)

201 S. Amelia Ave., G-4
Address

DeLand, FL 32724
City, State & Zip

(904) 738-6812
Daytime Telephone number

AL NOV 13 1996

FILED
96 NOV -8 AM 8:26
SECTION OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
GUIRLINGER PROPERTIES, INC.

FILED
96 NOV -8 AM 8:26
CLERK OF COURT
FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is **GUIRLINGER PROPERTIES, INC.**

ARTICLE II - MAILING ADDRESS

The address of the principal office of the corporation is 201 South Amelia Avenue, G-4, DeLand, Florida 32724.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of capital stock, which shall be designated Common Stock with a par value of One Dollar (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 201 South Amelia Avenue, G-4, DeLand, Florida 32724 and the name of the initial registered agent of this corporation at that address is Robert A. Guirlinger.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Robert A. Guirlinger	201 S. Amelia Ave., G-4 DeLand, FL 32724

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. This corporation shall have two (2) directors initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to Bylaws adopted by the shareholders.
- C. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

<u>Name</u>	<u>Address</u>
Edward G. Guirlinger	1405 Haft Dr., F-9 Reynoldsburg, OH 43068
Robert A. Guirlinger	201 S. Amelia Ave., G-4 DeLand, FL 32724

ARTICLE VII - GENERAL PURPOSE

This corporation is organized for the purpose of:

1. To engage in land and real estate development of all kinds, including the purchase, sale and development of real and leasehold property, to offer management services for others with respect to the real property and the development thereof and any other related and lawful businesses.
2. To transact any and all lawful business authorized and not prohibited by the Florida Corporation Act, as the same may be from time to time amended.

ARTICLE VIII - DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist in perpetuity unless dissolved by operation of law.

ARTICLE IX - BYLAWS

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors.

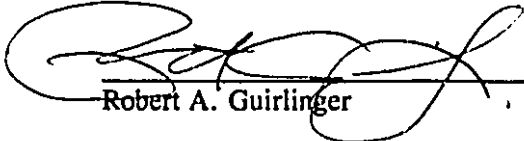
ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

ARTICLE XI - AMENDMENT

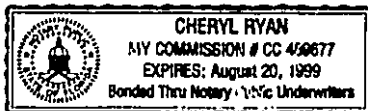
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles at DeLand, Florida, this 6th day of November, 1996.


Robert A. Guirlinger

STATE OF FLORIDA
COUNTY OF VOLUSIA

The forgoing instrument was acknowledged before me this 6th day of November, 1996 by Robert A. Guirlinger.




NOTARY PUBLIC

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as the registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Robert A. Guirlinger
Registered Agent

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 Guirlinger Properties, Inc.

2. The name and address of the registered agent and office is:

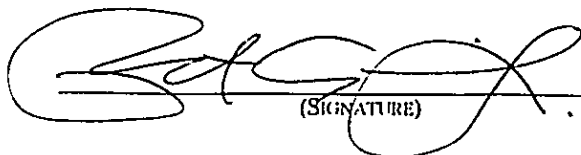
Robert A. Guirlinger
(NAME)

201 S. Amelia Ave., G-4
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

DeLand, FL 32724
(CITY/STATE/ZIP)

FILED
96 NOV -8 PM 8:27
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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)

11/6/96
(DATE)