

P96000102460

December 6, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

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-12/11/96--01038--018  
\*\*\*122.50 \*\*\*122.50

To Whom It May Concern:

Enclosed are: two copies of the Articles of Incorporation for Acer & Company-referenced Florida corporation and a check for \$122.50.

These Articles of Incorporation are delivered in accordance with Chapter 607, Florida Statutes. I am requesting that certificates of incorporation and certified copies of the Articles of Incorporation be issued and returned to: Jocelyn M. Acer, 4272 Marseilles Ave., Sarasota, Florida 34233.

Sincerely,



Jocelyn M. Acer  
enclosures

FILED  
96 DEC 11 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

12/6/96

Web 26200

BN DEC 12 1996



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

December 12, 1996

JOCELYN M. ACER  
4272 MARSEILLES AVE.  
SARASOTA, FL 34233

SUBJECT: ACER & COMPANY  
Ref. Number: W96000026200

We have received your document for ACER & COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 096A00055695

RECEIVED  
DEC 9 196

ARTICLES OF INCORPORATION

OF

Acer & Company, Co.

FILED

96 DEC 11 AM 8:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby desire to form a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I. NAME

The name of this corporation shall be: \_\_\_\_\_

Acer & Company, Co.

ARTICLE II. GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III. CAPITAL SHARES

The amount of capital shares for this corporation shall be five hundred (500) shares of Common stock having nominal or par value of One (\$1.00) per share. When a new issue of shares of the corporation are offered by it for sale in which the consideration to be paid for such shares is to be paid in cash, each existing shareholder shall have the preemptive right to

purchase his prorata number of shares, or fractions thereof, at the price at which such newly issued shares are offered for sale to other persons.

#### ARTICLE IV.

The time and date on which corporate existence of this corporation shall begin is December 9, 1990 on 12:01 am, and this corporation shall have continuous and perpetual existence thereafter.

#### ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 4272 Marbailles Ave, Sarasota, Fl. 34233 and the name of the initial registered agent of this corporation at that address is Jocelyn M. Acer.

#### ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its Shareholders rather than by a Board of Directors. The shareholders reserve unto themselves the power to adopt, alter, amend or repeal the bylaws of this corporation. In the management of the business of the corporation, the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to

vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII. INITIAL OFFICERS

The following officers shall constitute and be the officers of this corporation until their successors are elected or appointed and have qualified:

President  
Secretary  
Treasurer

Jocelyn M. Acee  
Jocelyn M. Acee  
Jocelyn M. Acee

ARTICLE VIII. SUBSCRIBERS

The names and addresses of each subscriber of these Articles of Incorporation are as follows:

100 Jocelyn M. Acee shares.  
\_\_\_\_\_  
\_\_\_\_\_ shares.

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholder by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9 day of December, 1996.

Jocelyn M. Acee  
name Jocelyn M. Acee

\_\_\_\_\_  
name \_\_\_\_\_

State of Florida)  
County of Sarasota)

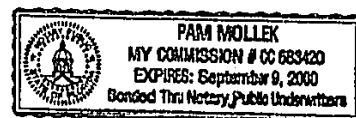
BEFORE ME, a Notary Public authorized to take acknowledgements in the County and State set forth above, personally appeared Jocelyn Acer and \_\_\_\_\_, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the Country and State aforesaid, this 9th day of December, 1995.

Pam Mollek

Notary Public, State of Florida

-FL DL Seem as eld-



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

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

First--That Acee & Company, Co., Inc.  
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the articles of incorporation  
at City of Sarasota County of Sarasota, State of Florida has  
named Jocelyn M. Acee at 4272 Marseilles Ave, City of  
Sarasota, County of Sarasota, State of Florida, as its agent  
to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above  
stated corporation, at 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.

By

Jocelyn M. Acee  
(Resident Agent)

FILED  
94 DEC 11 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA