

# DOGOOO 102/28

	ACCOUNT NO. : 0721000000	)32
	REFERENCE : 201819	6209A
A	UTHORIZATION: Patric	ua Part
	COST LIMIT : \$ 70.00	
ORDER DATE :	December 26, 1996	
ORDER TIME :	11:36 AM	
ORDER NO. :	201819-005	
CUSTOMER NO:	6209A	Attention measures
CUSTOMER: W:	illiam H. Cauthen, Esq AUTHEN & FELDMAN	40000203850
2:	15 N. Joanna Avenue	
Ta	evares, FL 32778-3200	Fig. 10
	DOMESTIC FILING	
NAME:	SSTW, INC.	EDATE OF THE STATE
	EFFECTIVE DATE:	
CERTIFI	S OF INCORPORATION CATE OF LIMITED PARTNERSHI	.p. <u>9</u>
PLEASE RETURN	THE FOLLOWING AS PROOF OF	FILING:
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#### ARTICLES OF INCORPORATION

FILED 95 DEC 26 7210: 10

OF

SSTW, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

The name and address of this corporation shall be:

SSTW, INC. 706 South Main Street Wildwood, FL 34785 EFFECTIVE DATE

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ARTICLE II
Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III
Stock Clause

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 10,000 shares of common stock (each with a par value of \$1.00).

ARTICLE IV

<u>Subscribers, Incorporators & Directors</u>

The name and address of the Subscriber and Incorporator is:

**NAME** 

**ADDRESS** 

C. Thomas Wiley

706 South Main Street Wildwood, FL 34785

The names and addresses of the Director(s) are:

#### <u>NAME</u>

#### **ADDRESS**

### SAMUEL FRANKLIN SLAUGHTER, III

706 South Main Street Wildwood, FL 34785

C. THOMAS WILEY

706 South Main Street Wildwood, FL 34785

#### ARTICLE V Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

#### ARTICLE VI Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
  - (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
  - (d) Dissolution of the corporation; or
- (e) Issuance of shares of any class, series or kind of stock (whether or not presently authorized), including treasury stock.

## ARTICLE VII Directors

A. The business of the corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of or a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.
- D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

## ARTICLE VIII Effective Date

The date that corporate existence shall begin shall be January 1, 1997. This election is pursuant to Florida Statute 607.0123.

## ARTICLE IX Registered Office and Registered Agent

The address of the initial registered office of this corporation is 706 South Main Street, Wildwood, FL 34785. The name of the Registered Agent of this corporation is C. THOMAS WILEY at the above office address.

## ARTICLE X Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this day of December 1996.

C. THOMAS WILEY

ACCEPTANCE

I hereby accept to act as initial Registered Agent for SSTW, INC., as stated unthese Articles of Incorporation.

C. THOMAS WILEY