

P97000015643  
TRANSMITTAL LETTER

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

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-02/11/97--01001--009  
\*\*\*\$131.25 \*\*\*\$131.25

**SUBJECT:** EXECUTIVE PLANNERS INC.

Enclose is an original and one (1) copy of the articles of incorporation and a check for \$131.25 filing fee, Certified Copy & Certificate.

**FROM:** Avenell Le'Mare  
6404 E. Fowler Avenue, Suite E.  
Temple Terrace, FL. 33617  
813-899-0779 ext. 102

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2-11-97  
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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

February 11, 1997

**AVENELL LE'MARC**  
6404 E FOWLER AVE. STE E  
TEMPLE TERRACE, FL 33617

**SUBJECT: EXECUTIVE PLANNERS INC.**  
Ref. Number: W97000003324

We have received your document for **EXECUTIVE PLANNERS INC.** and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 797A00007102

**ARTICLES OF INCORPORATION  
OF  
EXECUTIVE PLANNERS INC.**

**ARTICLE ONE - NAME**

The Name of this corporation is EXECUTIVE PLANNERS INC.

**ARTICLE TWO - DURATION**

This corporation shall have perpetual existence.

**ARTICLE THREE - PURPOSE**

The nature of the business, or objects or purposes proposed to be transacted promoted or carried on are:

To engage in the ownership, management, marketing, and promotion of a company offering business planning, conference/event planning, party planning, fund raiser and travel arrangements, and any and all attendant services thereto;

To purchase, receive by way of gift, subscribe for, invest in and in all other ways acquire, invest, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign, and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible and intangible, wherever situated and however held, including, but not limited to, money, credits, chooses in action, securities, stocks, bonds, warrants, scripts, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character

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of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof;

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others;

To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations;

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any Government or authority of subdivision or agency thereof;

In general, to engage in any other activity or to carry on any other business in connection with the foregoing within the purposes for which corporations may be organized under the State of Florida General Corporation Act, and to do any or all of the things herein before set forth to the same extent as natural persons might or could do.

The foregoing Statement of purposes shall be construed in aid of the power of the corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object, expresses, and the enumeration as to specific powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

#### **ARTICLE FOUR - CAPITALIZATION**

The aggregate number of shares of stock which the corporation shall have the authority to issue shall be one hundred (100) shares of common stock, at a par value of one dollar (\$1) per share.

At any time and from time to time when authorized by resolution of the board of Directors and without any action by the stockholders, the corporation may issue or sell any shares of its capital stock, whether out of the unissued shares thereof authorized by the Articles of Incorporation of the corporation as originally filed or by any amendment thereof.

The corporation may receive in payment, in whole or in part, for any shares of its stock issued or sold by it, cash, labor done, personal or real property, or

## **ARTICLE FIVE - REGISTERED OFFICE AND REGISTERED AGENT**

The address of the corporation's registered office is 6406 E. Fowler Avenue Suite E, Temple Terrace, Florida 33617, and the name of the corporation's registered agent at such address is Avenell Le'Mare.

## **ARTICLE SIX - INITIAL DIRECTORS**

The number of directors constituting the initial Board of Directors is two (2) and the name and address of the person who is to serve as the initial director and officer is:

<u>Name</u>	<u>Address</u>
Avenell Le'Mare Chairman - President	6406 E. Fowler Avenue, Suite D Temple Terrace, Florida 33617
Debra Johnson Vice President	11201 Saginaw Drive Temple Terrace, FL. 33617

## **ARTICLE SEVEN - AMENDMENT**

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

## **ARTICLE EIGHT - PRE-EMPTIVE RIGHTS**

When the Board of Directors so determine, the increase stock provided for by these Articles of Incorporation, and any further increase of the same, or any portion thereof, shall first be offered, at a price determined by the Board of Directors, pro rata to the stockholders of record who may desire to subscribe for such stock.

## **ARTICLE NINE - FISCAL YEAR**

The fiscal year of this corporation shall commence on January first and end on December thirty-first.

### ARTICLE ELEVEN - TRANSFER OF STOCK

Shares in the corporation may be transferred to the corporation, to other stockholders of record in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors.

### ARTICLE TWELVE - NONEASSESSIBILITY OF STOCK

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagement of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation; nor shall stock of this corporation be liable to assessment for any purpose.

### ARTICLE THIRTEEN - BOARD OF DIRECTORS

The business of the corporation shall be managed and conducted by a board of not less than one (1) and not more than five (5) directors. The Board of Directors shall be elected in the manner set forth in the bylaws. In addition to the powers and authority granted to the directors in these Articles of Incorporation, and in addition to the powers and authority expressly conferred on them by statute, the Board of Directors of the corporation shall have such additional powers and authority, not inconsistent with law, as may be set forth in the bylaws.

### ARTICLE FOURTEEN - INCORPORATION

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Avenell Le'Mare Chairman - President	6406 E. Fowler Avenue, Suite D Temple Terrace, Florida 33617
Debra Johnson Vice President	11201 Saginaw Drive Temple Terrace, FL. 33617

IN WITNESS WHEREOF, I HAVE EXECUTED THESE Articles of Incorporation in duplicate  
on 14 February, 1997.

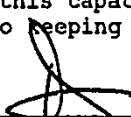
**CERTIFICATE**

That EXECUTIVE PLANNERS INC. desiring to organize under the laws of the State of Florida, with its principal office at 6406 E. Fowler Avenue, Suite D, Temple Terrace, County of Hillsborough, State of Florida 33617, has named Avenell Le'Mare located at 6406 E. Fowler Avenue, Suite D, Temple Terrace, City of Temple Terrace, County of Hillsborough, State of Florida 33617, as its registered agent to accept service of process within this State.

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TALLAHASSEE, FLORIDA

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping designated office open.

  
\_\_\_\_\_  
AVENELL LE'MARE