

Pan 000024577

JAY B. VERONA

DAVID B. McEWEN  
OF COUNSEL

LAW OFFICE  
JAY B. VERONA, P.A.  
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SUITE 201  
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FILED

97 MAR 13 AM 10:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PHONE: (813) 347-7000  
FAX: (813) 347-7997

March 12, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: LTF CORPORATION

500002112835--5  
-03/13/97--01100--012  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Gentlemen:

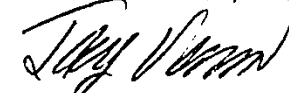
Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-named corporation. Please file and return a certified copy thereof to this office.

Also enclosed is our check in the amount of \$122.50 to cover the following costs:

Articles Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50
TOTAL	\$122.50

Thank you for your assistance in this matter. Should you require any additional documents or fees, please advise this office.

Sincerely,  
JAY B. VERONA, P.A.



Jay B. Verona  
JBV:sb  
Enclosures

OK  
3/19/97

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tion under bill  
following FLORIDA

- JAY B. VERONA, P.A.  
5959 Central Avenue, Suite 201  
St. Petersburg, Florida 33710

The name and address of the initial Director of this corporation is:

5959 Central Ave., Suite 201,  
St. Petersburg, FL 33710

5959 Central Ave., Suite 201  
St. Petersburg, FL 33710

9. **BY-LAW AMENDMENT:** The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the

Shareholders.


10. **INDEMNIFICATION:** The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

11. **INFORMAL ACTION OF DIRECTORS:** If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

12. **AMENDMENT OF ARTICLES:** This 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.

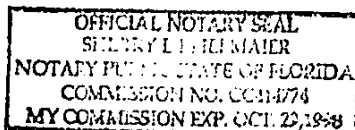
13. **PREEMPTIVE RIGHTS:** This corporation elects to have preemptive rights. These preemptive rights shall encompass the issuance of unissued or treasury shares.

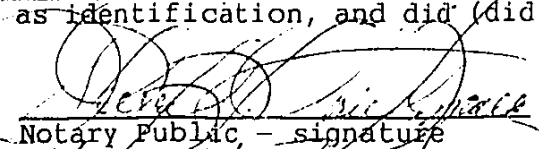
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of MARCH, 1997.

  
\_\_\_\_\_  
JAY B. VERONA  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 10 day of March, 1997 by JAY B. VERONA. He is personally known to me or has produced (type of identification) as identification, and did (did not) take an oath.



  
\_\_\_\_\_  
Notary Public - signature

Sherry L. H. Maier  
\_\_\_\_\_  
Notary's name - type or print

\_\_\_\_\_  
Commission/Serial Number

\_\_\_\_\_  
My Commission Expires:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for LTF CORPORATION at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation of Registered Agent.

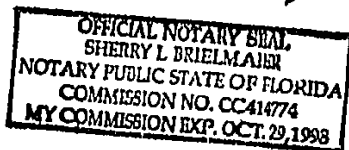
The undersigned hereby further states that it is familiar with, and accepts, the obligations provided for in Section 607.0501, Florida Statutes.

JAY B. VERONA, P.A.

By: *Jay Verona*  
Jay B. Verona  
As: President

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10 day of March, 1997 by Jay B. Verona, as President of JAY B. VERONA, P.A., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) as identification, and did (did not) take an oath.



*Sherry L. Brielmaier*  
Notary Public - signature

Sherry L. Brielmaier  
Notary's name - type or print

\_\_\_\_\_  
Commission/Serial Number

\_\_\_\_\_  
My Commission Expires:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA