

P 97000032124

TRANSMITTAL LETTER

97 APR -9 PH 12: 16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

500002131275--1  
-04/02/97--01065--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

TURF SPIKER INC.

SUBJECT: \_\_\_\_\_

(Proposed corporate name - must include suffix)

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:

CARL MEDEIROS

Name (printed or typed)

2711 GOLF GATE DR.

Address

SARASOTA, FL. 34231

City, State & Zip

(941) 924-8648

Daytime Telephone number

OK 4/9/97  
77  
77  
77  
77

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

FILED  
97 APR -9 PM 12: 16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION**

**OF**

**TURF SPIKER, INC.**

The undersigned for the purpose of forming a Corporation for profit under the general laws of the State of Florida, does hereby adopt the following Certificate of Incorporation.

**ARTICLE I:**

The name of the Corporation shall be

**TURF SPIKER, INC.**

**ARTICLE II**

The principal place of business shall be 2711 Gulf Gate Drive, Sarasota, FL 34231, but the Corporation shall have the power to transact business at such place or places as the Board of Directors or Stockholders may designate, and branch offices or places of business may be established in such place or places as the Board of Directors or Stockholders from time to time direct. The street address of the initial registered agent of the Corporation is, Gerald F. Bishop, 2831 Ringling Blvd. #218F, Sarasota, FL 34236.

**ARTICLE III:**

This Corporation shall have perpetual existence, or until dissolved according to law.

**ARTICLE IV:**

The general nature of the business to be transacted or conducted or to transact or to conduct and to engage in any and all activities or business permitted by or Under the Laws of the united States and the State of Florida.

**ARTICLE V:**

The amount of Capital with which this Corporation may begin business shall be \$100.00, and shall be fully paid and non-assessable.

**ARTICLE VI:**

The maximum number of shares of stock which this Corporation shall be authorized to issue and have outstanding at any one time shall be limited to 100 shares with no par value.

The consideration for the issuance of said shares, or any part thereof, shall be money current in the United States of America, or property, or services of value at least equivalent to the stock issued as fixed and determined by the Board of Directors of Said Corporation. Whenever any shares or shares of stock are issued in consideration of payment to be made in property or in services, the fair and just value of the property to be transferred, issuance of said stock shall be affixed by the Board of Directors of Said Corporation. All shares of stock of this Corporation which shall be issued for the considerations shall be cash, property or services, shall be fully paid and non-assessable.

#### ARTICLE VII:

The names and post office address of the First Broad of Directors, who, subject to the provisions of the Articles of Incorporation, the by-laws of the State of Florida, shall hold office for the first years of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

Carl Medeiros, 2711 Gulf Gate Drive, Sarasota, FL 34231

Margaret Medeiros, 2711 Gulf Gate Drive, Sarasota, FL 34231

#### ARTICLE VIII:

The Corporation shall have Two (2) directors initially. The number of Directors may be increased or diminished from time to time, by the by-laws adopted by the Stockholders, but shall never be less than One (1) or more than Five (5).

#### ARTICLE IX:

Meetings of the Board of Directors and Meetings of the Stockholders of the Corporation may be held within or without the State of Florida.

#### ARTICLE X:

The subscribers of this Certificate of Incorporation, together with their respective address and the number of shares for which each has subscribed are;

Carl Medeiros, 2711 Gulf Gate Drive, Sarasota, FL 34231 50 shares

Margaret Medeiros, 2711 Gulf Gate Drive, Sarasota, FL 34231 50 shares

#### ARTICLE XI:

The original by-laws of this Corporation shall be made, prepared and adopted by the Board of Directors of the Corporation by a majority vote thereof. Thereafter said by-laws may be amended by the Board of Directors by a majority vote of the directors present at any regular meeting of said board, or at any special meeting called for such purpose by a majority of the directors present.

#### ARTICLE XII:

These articles of Incorporation or any amendment hereto may be amended in the manner provided by law. Amendment may be proposed by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



TURF SPIKER, INC

FILED

97 APR -9 PM 12: 16

ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as Resident Agent for the above stated Corporation, I hereby agree to act in that capacity and I further agree to Comply with the provision of all Statues relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statues.

Gerald F. Best

4/7/97  
DATE

1