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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 29 PM 12:11

**GEORGE L. GOBER & CO.**

Accountants  
7809 W. COMMERCIAL BLVD.  
TAMARAC, FLORIDA 33351

MEMO

(305) 726-8866

to Florida Department of State  
Division of Corporations

P.O. Box 6327

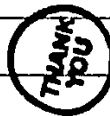
Tallahassee, Florida 32314

DATE	5/27/1997
SUBJECT	

RE: Articles of Incorporation for: GOBER, ZIEGLER & CO., INC.

Please find enclosed Articles of Incorporation for the above Corporation with  
check # 825 from George L. Gober in the amount of \$ 122.50.

100002195311--1  
05/29/97 01112 012  
\*\*\*\*122.50 \*\*\*\*122.50

☐

PLEASE REPLY

☐

NO REPLY NECESSARY

SIGNED

D. BROWN JUN - 2 1997

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## ARTICLES OF INCORPORATION

OF

GOBER, ZIEGLER & CO., INC.

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The undersigned subscriber, a natural person competent to contract, hereby associates herself together to form a corporation under the Laws of the State of Florida, Chapter 607, and subject to the following provisions:

### ARTICLE I-NAME

The name of the corporation shall be:

GOBER, ZIEGLER & CO., INC.

### ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation.

### ARTICLE III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Any and all lawful business.
- b. Pursue its purposes and business in any and all locations foreign and domestic.
- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- d. Buy and sell real and personal property of any nature whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, change or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.
- g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- h. Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own, or of any other person, firm or corporation.
- i. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.
- k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objectives or purposes of the corporation.
- l. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee and secure, in any way, the debts or obligations of any other persons, firms and or corporations.
- m. Guarantee performance by any other person and or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

#### **ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock which the corporation shall have outstanding at any one time shall be 5000 shares of common stock at one dollar (\$1.00) par value per share and shall be known as Section 1244 Stock as such term is defined in the Internal Revenue Code. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in other assets transferred to the Corporation, at a true valuation as of the time of the exchange for stock fixed by the Board of Directors of this Corporation.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of this corporation is:

GEORGE L. GOBER

7809 W. COMMERCIAL BLVD., TAMARAC, FL. 33351

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws, but shall never be less than one (1).

The name and address of the director of this corporation is:

NAME  
GEORGE L. GOBER

ADDRESS  
7809 W.COMMERCIAL BLVD., TAMARAC, FL 33351

#### **ARTICLE VII - INCORPORATOR**

The name and address of each person signing these Articles of Incorporation as subscriber is:

GEORGE L. GOBER

7809 W.COMMERCIAL BLVD., TAMARAC, FL 33351

#### **ARTICLE VIII - PREEMPTIVE RIGHTS**

In the event of an issue of non-issued capital stock or of new stock, should the stock be increased, the existing stockholders at the time of such issue shall have the right to subscribe for and to purchase such stock so issued in a number of shares proportionate to the amount owned at the time of said subsequent issue. In the event that one or more of the stockholders shall fail or refuse to exercise their option, his or their right to subscribe shall inure to the benefit of the other stockholders.

Written notice of intention to issue non-issued capital stock or new stock shall be given by the Corporation to all stockholders and the stockholders shall notify the Corporation of their intention to subscribe within fifteen (15) days after such notice.

#### **ARTICLE IX - AMENDMENT**

This Corporation serves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by law.

Every amendment shall be approved 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 the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The Director of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital. The private property of the stockholder shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them or any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, the undersigned, being of the original subscriber to the capital stock do make and file these Articles of Incorporation for the purpose expressed, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal, this 27th day of May, 1997.

  
\_\_\_\_\_  
GEORGE L. GOBER

SEAL

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

Pursuant to Chapter 48.901 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that **GOBER, ZIEGLER & CO., INC.** desiring to organize under the laws of the State of Florida, with its principal office as indicated at Article V of the written Articles of Incorporation, at the following address:

7809 W. COMMERCIAL BLVD.  
TAMARAC, FL. 33351

has named **GEORGE L. GOBER**  
located at 7809 W. COMMERCIAL BLVD., TAMARAC, FL 33351 as its agent to accept Service of Process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept Service of Process for the above stated corporation, at the 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  \_\_\_\_\_

Name: **GEORGE L. GOBER**

Address: **7809 W. COMMERCIAL BLVD.  
TAMARAC, FL. 33351**

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STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared GEORGE L. GOBER known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledge before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 27th day of May, 1997.

Donna Dietz  
Notary Public, State of Florida

My Commission Expires:

