



ACCOUNT NO. : 072100000032

REFERENCE : 639347 7141627

AUTHORIZATION :

*Patricia Pizzuti*

COST LIMIT : \$ 122.50

ORDER DATE : December 17, 1997

ORDER TIME : 12:04 PM

ORDER NO. : 639347-005

CUSTOMER NO: 7141627

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CUSTOMER: Mr. John C. Laurie  
MR. JOHN C. LAURIE

4404-14th Avenue

Bradenton, FL 34208

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 17 PM 2:55

DOMESTIC FILING

NAME: SUMMIT CAPITAL CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION**  
**OF**  
**SUMMIT CAPITAL CORP.**

The undersigned incorporator, for the purpose of forming a corporation for profit under the laws of the State of Florida and in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME AND PRINCIPAL OFFICE**

The name of the corporation shall be:

**Summit Capital Corp.**

The initial principal place of business and mailing address of this corporation shall be:

4404 - 14th Avenue East  
Bradenton, Florida 34208

**ARTICLE II - TERM OF EXISTENCE**

This corporation shall commence effective January 1, 1998, and shall have perpetual existence.

**ARTICLE III - NATURE OF BUSINESS**

This corporation may engage in any lawful act or activity for which authorized corporations may be organized under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

#### **ARTICLE IV – CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. Each of the said shares of common stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, property, or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

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

The initial registered agent of this corporation shall be **John C. Laurie**. The street address of the initial registered office of this corporation is 4404 – 14th Avenue East, Bradenton, Florida 34208. The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

#### **ARTICLE VI – BOARD OF DIRECTORS**

There shall be a Board of Directors for this corporation which shall initially consist of not less than one (1) individual. Except for the number of Directors constituting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

#### **ARTICLE VII – INITIAL BOARD OF DIRECTORS**

The name and address of the initial member of the Board of Directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until a successor is elected and qualified, or until resignation, removal from office or death are:

Name

Street Address

John C. Laurie

4404 – 14th Avenue East  
Bradenton, Florida 34208

### **ARTICLE VIII – INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

Name

Street Address

John C. Laurie

4404 – 14th Avenue East  
Bradenton, Florida 34208

### **ARTICLE IX – CORPORATION BY-LAWS**

The Board of Directors is authorized and empowered to adopt, alter, amend, or rescind the By-Laws of the corporation; however, By-Laws made or adopted by the Board of Directors may be altered or repealed, and new By-Laws may be made or adopted, by the shareholders.

### **ARTICLE X – INDEMNIFICATION**

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

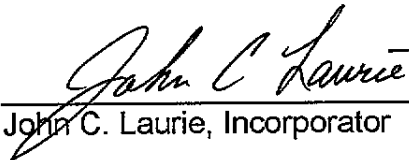
### **ARTICLE XI – PRE-EMPTIVE RIGHTS**

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase its pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

### **ARTICLE XII – AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a seventy-five (75%) vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 15th day of December, 1997.

  
John C. Laurie, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the above and foregoing Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
John C. Laurie, Registered Agent

December 15, 1997  
Date

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