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CERTIFIED CRIMINAL TRIAL
LAWYER BY THE FLORIDA BAR
BOARD OF CERTIFICATION

CERTIFIED CRIMINAL TRIAL
ADVOCATE BY THE NATIONAL
BOARD OF TRIAL ADVOCACY

January 6, 1998

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

200002397512--9
-01/12/98--01136--012
***122.50 ***122.50

Re: Tucci Investigations, Inc
Articles of Incorporation

EFFECTIVE DATE
02-09-98

Dear Sir:

Enclosed find Articles of Incorporation for Tucci Investigations, Inc. together with our check in the amount of \$122.50 for the filing fee.

Please process the same and advise us accordingly.

Very truly yours,

Robert J. Buonauro

RJB/bg
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 13 PM 12:45

RP
02-13-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 14, 1998

ROBERT J. BUONAURO, P.A.
390 N. ORANGE AVENUE
STE. 1630
ORLANDO, FL 32801

SUBJECT: TUCCI INVESTIGATIONS, INC.
Ref. Number: W98000000908

We have received your document for TUCCI INVESTIGATIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 198A00002074

ARTICLES OF INCORPORATION

OF

TUCCI INVESTIGATIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 13 PM 12:45

The undersigned incorporators of these Articles of Incorporation, natural persons competent to contract and investigators at large, duly licensed as a licensed Private Investigator under the laws of the State of Florida, hereby present these Articles for the formation of a corporation under Chapter 607, Florida Statutes.

**ARTICLE I
NAME**

The name of this corporation is TUCCI INVESTIGATIONS, INC.

**ARTICLE II
NATURE OF BUSINESS**

EFFECTIVE DATE
02-09-98

The general nature of the business to be transacted by this corporation is:

A. To engage in every phase and aspect of the business of a licensed private investigator rendering the same services to the public that an investigator duly licensed under the laws of the State of Florida is authorized to render.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment permissible under the Florida General Corporation Act, and to own real and personal property necessary for the rendering of professional services.

C. To do all and everything necessary and proper for the accomplishment of any of the purposes of the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.

D. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00 per share. None of the shares of this corporation may be issued to or owned by anyone other than an individual duly licensed as a private investigator under the laws of the State of Florida.

ARTICLE IV TERM OF EXISTENCE

The corporation is to exist perpetually, commencing February 9, 1998

ARTICLE V ADDRESS

The initial street address of the principal registered office of this corporation is 6039 Cypress Gardens Blvd., #112, Winter Haven, Florida 33884 and the name and address of the initial registered agent of this corporation is: SAME. The Board of Directors may from time to time move the principal registered office to any other address in Florida or change the corporation's registered agent.

ARTICLE VI DIRECTORS

The business and affairs of the corporation shall be managed by a Board of one or more persons licensed as a private investigator under the laws of the State of Florida. The number of directors may be increased or diminished from time to time by the bylaws.

ARTICLE VII INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

A. Wayne Tucci, President/Director
6039 Cypress Gardens Blvd., #112
Winter Haven, Florida 33884

ARTICLE VIII INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation, who are licensed private investigators, duly licensed under the laws of the State of Florida to render investigative services as such are:

A. Wayne Tucci
Private Investigator
6039 Cypress Gardens Blvd., #112
Winter Haven, Florida 33884

ARTICLE IX VOTING RIGHTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a Director or Officer of such other corporation, and any Director, individually or jointly, may be a part to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm or corporation, shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm or corporation and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any other firm, association, or corporation in which eh may be in any way interested.

ARTICLE XI OFFICERS

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents as the Board may deem desirable land proper, and may take such action not inconsistent with the Articles of Incorporation and the bylaws of the corporation and the laws of the State of Florida s such Board may deem advisable for the conduct and operation of the business of the corporation. The following persons shall be officers of this corporation

until the first meeting of the Board of Directors:

A. Wayne Tucci

ARTICLE XII BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII RESTRAINT ON ALIENATION OF SHARES

The shareholders of this corporation shall have the power to include in the Bylaws, adopted by a two-thirds majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form as well as relevant terms, conditions and details hereof shall be determined by the shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of this corporation, and such sale or transfer may be made only after the same shall have been approved at a shareholders' meeting specially called for such purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the Bylaws adopted by the shareholders.

ARTICLE XIV MEETINGS

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

ARTICLE XV ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida (including, without limitation, the Florida General Corporation Act) of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

A. This corporation shall have the power to enter into or become a partner in any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, to carry on any business which this corporation has the direct or incidental authority to pursue.

B. This corporation shall have the power to deny to the holders of the common stock of this corporation any preemptive right to purchase to subscribe to any new issues of any type of stock of this corporation, and no shareholder shall have any preemptive right to subscribe to any such stock.

C. This corporation shall have the power, at its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the Bylaws adopted by the shareholders of this corporation, setting forth the terms and conditions of such purchase; provided, however, that capital of this corporation is not impaired.

D. This corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the Bylaws adopted by the shareholders of this corporation, setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

E. This corporation shall have the power to enter into for the benefit of its employees, one or more of the following or other plans:

1. A defined contribution plan as defined under the Internal Revenue Code;
2. A defined benefit plan as defined under the Internal Revenue Service;
3. A profit sharing or 401k plan;
4. a stock bonus plan;
5. A deferred compensation plan;

6. a restricted stock option plan; or
7. Other plans, including without limitation, insurance plans, retirement plans, and/or incentive compensation plan.

**ARTICLE XVI
REGISTERED AGENT ACCEPTANCE**

I, A. WAYNE TUCCI am familiar with and accept the duties and responsibilities as registered agent for said corporation.



A. WAYNE TUCCI
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 13 PM 12:46

**XVII
AMENDMENT**

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Shareholders are subject to this reservation.

IN WITNESS WHEREOF, I have hereunto executed my hand and seal at Orlando, Orange County, Florida, these Articles of Incorporation this 9th day of February, 1998.

A W Tucci

Incorporator

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 9 day of February 1998 by A. Wayne Tucci who is personally known to me ☒, or produced identification _____.
Type of identification produced _____

Beverly J. Galante
Notary Public

My Commission Expires:

