

P98000023320

LAW OFFICE
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.

RICHARDS BUILDING
1253 PARK STREET
CLEARWATER, FLORIDA 33756

RALPH RICHARDS (1893-1980)
JOHN D. FITE
JOHN E. SLAUGHTER, JR.
EMIL G. PRATESI
R. CARLTON WARD
CYNTHIA I. RICE
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OF COUNSEL

PORT RICHEY OFFICE

RIDGE PLACE EXECUTIVE CENTER
8410 U.S. HIGHWAY 19 - SUITE 104
PORT RICHEY, FLORIDA 34668
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February 26, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
LARS AMERICA, INC.

Gentlemen:

We enclose herewith for filing in your office the original Articles of Incorporation and designation of Registered Agent for the above noted corporation.

We also enclose herewith a check, payable to your order, in the amount of \$122.50 to cover the following:

File Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy of Articles	<u>52.50</u>
	\$122.50

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-03/02/98--01157--012
****122.50 ****122.50

We shall appreciate your forwarding the certified copy of the Articles to the undersigned at the firm and address shown above.

Very truly yours,


Emil G. Pratesi

~~4498 11732~~
EGP/pmy
Enclosures

BMC
3/3/98

FILED
98 MAR 12 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 3, 1998

EMIL G. PRATESI, ESQUIRE
RICHADS, GILKEY, FITE, ET AL
1253 PARK STREET
CLEARWATER, FL 33756

SUBJECT: LARS AMERICA, INCORPORATED
Ref. Number: W98000004732

We have received your document for LARS AMERICA, INCORPORATED 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 registered agent and street address must be consistent wherever it appears in your document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 598A00011766

FILED

98 MAR 12 AM 9:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LARS AMERICA, INCORPORATED

I.

NAME

The name of this corporation shall be LARS AMERICA,
INCORPORATED.

II.

PURPOSE

This corporation is organized to engage in any activity
of business permitted under the laws of the United States or
of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of
filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue one million
(1,000,000) shares of \$1.00 par value.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series as
that which he already holds, shall have the right to purchase
his pro rata share thereof (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

VI.

MAILING ADDRESS

The mailing address of the corporation is 989 Georgia
Avenue, Palm Harbor, Florida 34683.

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 989 Georgia Avenue, Palm Harbor, Florida 34683 and the name of the initial registered agent of this corporation at that address is Craig Turtzo .

VIII.

INCORPORATORS

The name and address of the person signing these Articles is:

Craig Turtzo

989 Georgia Avenue
Palm Harbor, Florida 34683

IX.

INDEMNIFICATION


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

X.

AMENDMENT

The 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed this Articles of Incorporation this 24th day of Feb., 1998.


CRAIG TURTZO

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That LARS America, Incorporated, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Palm Harbor, County of Pinellas, State of Florida, has named Craig Turtzo, located at 989 Georgia Avenue, City of Palm Harbor, County of Pinellas, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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: Craig Turtzo
CRAIG TURTZO

(REGISTERED AGENT)

FILED
98 MAR 12 AM 9:27
TALLAHASSEE, FLORIDA
SECRETARY OF STATE