

P98000027863

TRANSMITTAL LETTER

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

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-04/01/98--01058--014
*****70.00 *****70.00

SUBJECT: ~~BULLFROG INC.~~

BullFrog Pools and Decks, Inc.

Enclosed please find an original and one(1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

from: Robert D. Roberson
7520 Mallard St.
New Port Richey, FL 34654
813-849-3609

FILED
98 MAR 25 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W98-5078~~

Dmp
3/6/98

~~685,2544,2550~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 6, 1998

ROBERT D. ROBERSON
7520 MALLARD STREET
NEW PORT RICHEY, FL 34654

SUBJECT: ~~BULLFROG, INC.~~ Bullfrog Pools and Decks, Inc.
Ref. Number: W98000005078

Bullfrog Pools and Decks, Inc.

We have received your document for ~~BULLFROG, INC.~~, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 798A00012464

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

~~BullFrog, INC~~
BullFrog Pools and Decks, INC

ARTICLE I

We, whose names are hereunto subscribed, have associated ourselves together for the purpose of organizing a corporation for profit pursuant to the statutes of the state providing for the formation, liabilities, rights, privileges and immunities of corporation for profit.

ARTICLE II

The registered office of said corporation shall be in Pasco County, Florida which address shall be 7520 Mallard ST. ^{New} Port Richey, FL 34654 and Robert D Roberson is here by designated as the registered agent for service of process for said corporation at 7520 Mallard St., New Port Richey, FL 34654.

ARTICLE III

The general nature of the business and the objects and purposes proposed by said corporation are:

- A. To own all or any interest in an well drilling business and any allied or related business, and to operate same.
- B. To own all or any interest in a given manufacturing and construction business and to operate same. To purchase or otherwise acquire, and to own, develop, sell, mortgage or otherwise dispose of, or deal in real estate, real property, and in all interests and rights therein, including options
without limits of amounts, and to the same extent as natural persons might or could do in the state of Florida, in the United States, or in any part of the world.

- C. To conduct its business and to have one or more offices and to acquire, hold mortgages, lease and convey real and personal property, or any interest therein, unlimited and without restriction, in any of the states or territories of the United States, or in any foreign place or country, so far as is permitted by the laws thereof.
- D. To conduct and carry on any business, manufacturing or otherwise, which may be capable of being profitably carried on in connection with the corporation's business. Or to carry on any business that is adapted directly or indirectly to add to the value of the corporation's property and the profits of its authorized business.
- E. To buy, or otherwise acquire, any business adapted to be carried on in connection with the corporation's business, or the promotion of business. Together with the good will, rights, property and assets of all kinds hereto pertaining. To assume any liabilities of any person, firm or corporation, and to pay the same in cash, stock, debentures or other securities of the corporation.
- F. To contract freely with any person, firm or corporation, private or public, and to carry out and to fulfill contracts of every sort and kind, and to purchase, lease or otherwise acquire, any and all rights, privileges and franchise convenient or profitable to carry on in connection with the corporation's purpose or business.
- G. To borrow money for any person, firm or corporation, to make and issue notes, bills, bonds, debentures and other evidence of indebtedness of all kinds and to secure the same by pledge, mortgage or otherwise, without limit as to amount, and to provide for the payment of same by deposited cash, sinking fund or otherwise.
- H. The corporation may utilize and apply its surpluses, earnings or profits authorized by law to be reserved to the purchase or acquisition thereof of its own capital stock from time to time, and in such manner as may be legal and equitable as to other stockholders and upon such terms as its Board of Directors may determine.
- I. To hold, purchase, or otherwise acquire, and to sell and assign, transfer, mortgage, pledge, or otherwise dispose of shares of capital and securities created or issued by any other corporation, or corporations, and the holder thereof to exercise all of the privileges of ownership, including the right to vote thereon.
- J. To own, acquire, construct and operate motels, hotels, apartment houses, duplexes, restaurants, cocktail lounges, dwellings, or other income property, and to deal in the same way as a natural person might do.
- K. To acquire, own, construct and operate a water or sewer utility, not known as a public utility.

- L. To engage in and conduct a general real estate business, acting for itself or as a broker, agent or attorney- in -fact.

- M. To engage in and conduct a general construction business, including therein designing, construction, repairing, removing or otherwise engaging in any work upon buildings, roads, highways, manufacturing plants, and all construction work of like nature, and to enter into any contracts with or relating thereto, to lay off, plot, subdivide and in any way improve or develop lands for itself and for others. To create new lands by means of bulkheads and fills, in any public or private waters, whenever the same is authorized by law, and to dredge swamps or overflow lands and create lakes.
- N. To have all the rights in any kind of property that an individual might have.
- O. To do any and all things on this certificate of Incorporation set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might do or could do in any part of the world as principals, agents, or otherwise.
- P. That the powers and objects specified in the Certificate of Incorporation, except where expressly limited herein or by operation of the law, be in no wise limited or restrained by inference from the terms of any clause in any other part of the charter, but the objects and powers specified in each of the clauses of this charter shall be regarded as independent and separate purposes and powers of the corporation.
- Q. To have and to exercise any and all such other powers convenient, incident to, or necessary in the proper conduct of its business and such as are granted to corporations for profit in the State Of Florida, either by the terms of this charter, or by law, in express terms of or by implication and to amend this charter in accordance with the law whenever the best interest or suitable accomplishment of any of its ends demands that this be done. No recitation or declaration of special powers or purpose herein enumerated shall be exclusive, but all lawful powers now or which may be hereafter conferred under the laws of the State of Florida are hereby included.

ARTICLE IV

This corporation shall be authorized to issue \$5000.00 in stock as follows.

COMMON STOCK \$1.00 par value \$1.00 per share

A total of 5000 shares

PREFERRED STOCK No preferred stock.

ARTICLE V

The corporation may begin business with a paid-in capital of \$500.00, which may be in cash or the equivalent value in property.

ARTICLE VI

The corporation shall have perpetual existence unless dissolved according to law.

ARTICLE VII

The Number of directors of this corporation shall be two, however this number may be changed from time to time by lawful amendment of the by-laws provide each number shall not be more than Nine (9) and less than two.

ARTICLE VIII

The names and addresses of the organizers and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

Robert D Roberson
7520 Mallard St.
New Port Richey, Fl 34654

Christa E. Roberson
7520 Mallard St.
New Port Richey, Fl 34654

ARTICLE IX

The number of shares of common stock subscribed to by the said organizers is as follows:

Robert D Roberson - 500 shares
Christa E. Roberson - 500 shares

ARTICLE X

The corporation shall have a lien on all shares of stock in an amount equal to any debts that a stockholder may owe the corporation.

No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporate books.

The power to amend the certificate of incorporation shall be vested in the Board of Directors, but such amendment shall not become effectual until and unless approved by a majority of the stockholders.

In witness whereof, we, the undersigned organizers and incorporators, have hereunto set our hands and seals this 4th day of March, A> D> 1998 for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make and file in the Office of the Secretary of State of Florida, this certificate of Incorporation, and certify that the facts therein stated are true.

Witnesses:

Betty Kolymowski
Jacqueline M. Myrland

Robert Roberson
Christa Roberson

STATE OF FLORIDA)
COUNTY OF PASCO)

Personally appeared before me the above named Robert Roberson and Christa Roberson to me well known, who in my presence, and in the presense of each other, hereunto subscribed their names and signatures to the foregoing Articles of Incorporation for
Dated this 4th Day of MARCH, 1998

Notary Public, State of Florida at Large

My commission Expires:

x

Marie R. Day



Acknowledgment

Having been named to accept service of process for the above stated corporation at place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.
Registered Agent

x Robert Roberson

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE