

P980000042636

April 20, 1998

Department of State  
Divisions of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sirs:

Enclosed please find two copies of the Articles of Incorporation for ABA, Inc. along with filing fees of \$35.00 and Registered Agent Designation fees of \$35.00.

Sincerely,



J. Randall Hammett, CPA

JRH/th

Enclosures

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-05/01/98--01068--023  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
98 MAY 11 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~11/98-10032~~

Dmc  
5/5/98

~~2544~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 5, 1998

DONNA A. GAUTHIER  
P.O. BOX 2570  
HOMOSASSA SPRINGS, FL 34447-2570

SUBJECT: ABA, INC.  
Ref. Number: W98000010032

We have received your document for ABA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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: 998A00024556

**ARTICLES OF INCORPORATION**

**OF**

**ABA & COMPANIES, INC.**

**FILED**

**98 MAY 11 AM 9:06**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation is **ABA & COMPANIES, INC.**

**ARTICLE II**

**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III**

**PURPOSE**

The general purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida, as well as to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. The Corporation may acquire and hold stock in any corporation; engage in joint ventures and partnerships, as a limited or general partner; acquire, own hold, manage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out said purposes in any State, territory, district, or possession of the United States, or in any foreign country.

## **ARTICLE IV**

### **CAPITAL STOCK**

The Corporation is authorized to issue 150 shares of capital stock with a par value of \$1.00 which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

## **ARTICLE V**

### **PRINCIPAL OFFICE/MAILING ADDRESS**

The street address of the initial principal office of the Corporation is: 4460 W. Homosassa Trail, Homosassa, Florida 34447-2570. The mailing address of the Corporation shall be P.O. Box 2570 Homosassa Springs, Florida 34447-2570.

## **ARTICLE VI**

### **PREEMPTIVE RIGHTS**

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

## **ARTICLE VII**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of this Corporation's initial registered office and the name of its original registered agent at such address is:

Donna A. Gauthier  
3331 W. Montgomery Land  
Citrus Springs, Florida 34433  
County of Citrus

## **ARTICLE VIII**

### **INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Directors of the Corporation are:

Donna A. Gauthier, 3331 W. Montgomery Lane, Citrus Springs, Florida 34433

Kenneth W. Adams, 6136 Constitution Lane, Homosassa, Florida 34446

## **ARTICLE IX**

### **INCORPORATOR**

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

Donna A. Gauthier, 3331 W. Montgomery Lane, Citrus Springs, Florida 34433.

## **ARTICLE X**

### **CORPORATION BY-LAWS**

The Board of Directors is authorized and empowered to make, alter, amend and rescind the By-Laws of the Corporation, but By-Laws made by the Board may be altered or repealed, and new By-Laws made, by the stockholders.

## **ARTICLE XI**

### **SMALL BUSINESS CORPORATION**

This Corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this Corporation shall adopt a Section 1244 offering plan.

## ARTICLE XII

## 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.

## ARTICLE XIII

## COMMENCEMENT

The date and time of the commencement of Corporate existence shall be effective with the filing of these Articles of Incorporation.

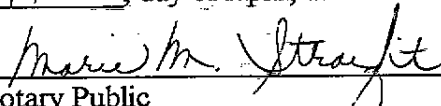
IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 17, day of April, 1998.

  
DONNA A. GAUTHIER  
INCORPORATOR

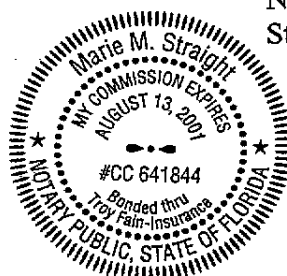
STATE OF FLORIDA  
COUNTY OF CITRUS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DONNA A. GAUTHIER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17, day of April, 1998.

  
Notary Public  
State of Florida at Large

My Commission Expires:



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

**FILED**  
98 MAY 11 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

*THAT ABA & COMPANIES, INC.,*  
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 Homosassa Springs, County of Citrus, State of Florida, has named *DONNA A. GAUTHIER*, located at 3331 West Montgomery Lane, Citrus Springs, Florida 34433, 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 provisions of said Act relating to keeping open said office.

By: *Donna A. Gauthier*

DONNA A. GAUTHIER  
Registered Agent