

P9800000014

Carl A. Berden
Requestor's Name

537 East Park
Address

Tallahassee, 32301 222-2563 (Sven)
City/State/Zip Phone #

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98 JUL 28 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. P. S. D. R. Inc. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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JUL 28 1998

P. Hall

Call when Ready
222-2563
Sven

Examiner's Initials	
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
P.J.D.R., INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of the corporation is P.J.D.R., INC.

ARTICLE II

PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the initial principal office is 2311 Cleveland Road, Sandusky, Ohio 44870. The mailing address of the corporation is Post Office Box 1319, Sandusky, Ohio 44871.

ARTICLE III

DURATION

This corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE IV

PURPOSE

The purposes for which this corporation is organized are to engage in the operation of a recreational vehicle park and campground and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE V
CAPITAL STOCK

1. Number. The capital stock authorized and the par value thereof shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
200	\$1.00	Common

2. Initial Issue. One Hundred (100) shares of the capital stock of the corporation shall be issued for cash at a par value of \$1.00 per share.
3. Stated Capital. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.
4. Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, real or personal, or in shares of the capital stock of the corporation.
5. No classes of stock. The shares of the corporation are not to be divided into classes.

ARTICLE VI
EFFECTIVE DATE

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation with the State of Florida, Division of Corporation.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered agent and office of this corporation is GWENDOLYN S. RASMUSSEN, whose address is 537 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have at least four (4) directors who need not be residents of the State of Florida or stockholders of the corporation.

The name and address of the initial Directors of the corporation who shall hold such office or the first annual meeting of shareholders, or until their successors are duly elected and qualified, are as follows:

Name

Patricia A. Hoffman

Jeff A. Hoffman

Douglas N. Hoffman

Robert Cory Hoffman

Address

1-A East Shoreway Drive
Sandusky, Ohio 44870

1401 Wickford Place
Huron, Ohio 44839

28 East Birchwood Drive
Sandusky, Ohio 44870

323 Laurel Road
Huron, Ohio 44839

ARTICLE IX

AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter or repeal the Articles of Incorporation of this corporation when proposed and approved at a stockholders meeting, with not less than a unanimous vote of the common stockholders.

ARTICLE X

PRE-EMPTIVE RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for cash, property, real or personal, labor or services in lieu of cash, from time to time. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder all shares of common stock currently authorized and issued.

ARTICLE XI

CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulative his vote sat said election.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator is Era L. Fountain whose address is 537 East Park Avenue, Tallahassee, Florida 32301.

ARTICLE XIII
INDEMNIFICATION

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIV
PERSONAL LIABILITY

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

IN WITNESS WHEREOF, the undersigned being the incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 28th day of July, 1998.


ERA L. FOUNTAIN

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me, the undersigned authority, by ERA L. FOUNTAIN.

WITNESS my hand and official seal, this 28th day of July, 1998.


NOTARY PUBLIC
State of Florida at Large.

My Commission Expires:

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Karen Church Irwin
MY COMMISSION # CC515345 EXPIRES
December 4, 1999
BONDED THRU TROY FAIR INSURANCE, INC.


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

IN COMPLIANCE WITH THE LAWS OF THE STATE OF FLORIDA, THE FOLLOWING IS
SUBMITTED:

That P.J.D.R., Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2311 Cleveland Road, Sandusky, Ohio 44870, has named as its agent GWENDOLYN S. RASMUSSEN, located at 537 East Park Avenue, Tallahassee, Florida 32301, to accept service of process within Florida.

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1997).

DATED this 28th day of July, 1998.


GWENDOLYN S. RASMUSSEN
Resident Agent

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98 JUL 28 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA