

P99000020171

## MEMO

**To:** FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS  
**From:** DIANA UTZIG  
**Subject:** FILING OF A CORPORATION  
**Date:** February 25, 1999

INCLOSE IS THE PAPERS ON DRU ENTERPRISES INC.  
CHECK FOR \$70.00 TO COVER FILING FEES  
RETURN TO: 3316 SAVAGE RD.  
SARASOTA, FL 34231

THANK YOU.

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-03/01/99--01135--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK MAR 3 1999

ARTICLES OF INCORPORATION  
OF

DRU ENTERPRISES INC.

ARTICLE I

Name. The name of this corporation is  
DRU ENTERPRISES INC.

ARTICLE II

Duration. The corporation shall be perpetual.

ARTICLE III

Purpose. This corporation is organized for the purposes of  
transacting any or all lawful business.

ARTICLE IV

Capital Stock. This corporation is authorized to issue 1,000 shares  
of common stock at \$0.10 par value, which shall be designated "Common  
Shares."

Except as otherwise provided by law, the entire voting power for the  
election of directors and for all other purposes shall be vested  
exclusively in the holders of the outstanding Common Shares.

ARTICLE 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.

ARTICLE VI

Initial Principal Office. The street address of the initial  
principal and registered office of this corporation is 3316 Savage Rd.  
Sarasota, Florida 34231.

ARTICLE VII

Board of Directors. This corporation shall have two directors  
initially. The number of directors may be either increased or diminished  
from time to time by the Bylaws but shall never be less than one.

ARTICLE VIII

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

Diana Utzig, 3316 Savage Rd. Sarasota, Florida 34231

ARTICLE IX

Bylaws. The power to adopt, alter, amend or repeal bylaws shall be  
vested in the Board of Directors and the Shareholders.

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ARTICLE X

Registered Office and Registered Agent. The Registered Offices of the corporation shall be at 4411 Bee Ridge Rd. Unit 257, Sarasota, Florida 34233, and the Registered Agent at such address shall be Staley A. Weidman.

ARTICLE XI

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

ARTICLE XII

Amendment. This 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 these Articles of Incorporation this 23 Day of February, 1999.

Diana Utzig  
Diana Utzig, Subscriber

STATE OF FLORIDA  
County of Sarasota

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> Day of February, 1999, Diana Utzig by ~~who is personally known to me.~~

Notary Public

Florida License #0322-176-46-945-0

Eleanor C. Seaman

ELEANOR C. SEAMAN  
Notary Public, State of Florida  
My Commission Expires Aug. 28, 1999  
Commission Number CC 492186

ACKNOWLEDGMENT BY REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation at the 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 the office of this corporation.

  
Staley A. Weidman, Registered Agent

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TALLAHASSEE, FLORIDA