

P 99000025677

*laSASSO A/C Consultants, Inc.*  
*3044 Treasure Island Road*  
*Port St. Lucie, Florida 34952*

*(561) 337-2118*

Florida Secretary of State  
Domestic Corporation Filings Section  
Post Office Box 6327  
Tallahassee, Florida 32314

200002805662--8  
-03/15/99--01078--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Attention: New Filings

EFFECTIVE DATE  
3-12-99

RE: laSASSO A/C Consultants, Inc.

Dear Secretary:

Submitted herewith for filing are the Articles of Incorporation and designation of resident agent for the above named corporation.

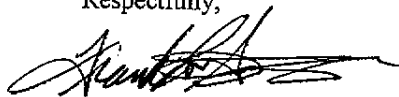
Enclosed is my check for \$70.00 to cover the filing fee.

Please notify my office by regular mail of the date and file number of this filing.

If you require anything further, please contact me before returning any documents.

Thank you.

Respectfully,



Frank LaSasso

FILED  
99 MAR 15 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESNAR MAR 22 1999

Articles of Incorporation  
of  
**laSASSO A/C Consultants, Inc.**

The undersigned, acting as general incorporator under statutory provisions of the Florida General Corporation Act (Chapter 607, Florida Statutes) hereby declares, adopts, ratifies, and gives notice of the following articles of incorporation:

**EFFECTIVE DATE**  
**3-12-99**

**ARTICLE I: Name and Principal Place of Business**

The name of the corporation is laSASSO A/C Consultants, Inc. The initial principal place of business shall be 3044 Treasure Island Road, Port St. Lucie, FL 34952 (Phone 561/337-2118).

**ARTICLE II: Commencement and Duration**

This Corporation shall commence in existence upon the date last herein appearing. If filing is delayed so that more than five (5) days have elapsed from said date hereof and the filing by the Secretary of State, then in that event this Corporation shall be deemed to have commenced on that date five (5) days prior to its being filed with the Secretary. Anything to the contrary contained herein notwithstanding, it is the incorporator's intent that this Corporation commence in existence upon the date last herein appearing, being the date of actual creation. This Corporation shall exist perpetually after filing or until sooner terminated by lawful act of its shareholders and directors.

**ARTICLE III: Purpose**

The purpose for which this Corporation is organized is to engage in any activity permitted to for-profit corporations having their principal offices in this State, particularly but not limited to the operation of sales management services to the public. A principal focus of the corporation initially shall be to develop capital for the benefit of the corporation's clientele.

**ARTICLE IV: Authorized Shares**

1. Number. The aggregate number of shares that the corporation shall have the authority to initially issue is 1,000 shares of capital stock with a par value of one dollar (\$1.00) per share.

2. Subscription. Frank LaSasso, 3044 Treasure Island Road, Port St. Lucie, FL 34952, (561/377-2118) having given good and sufficient consideration therefore in the form of cash, has subscribed and does subscribe for the acquisition of all 1,000 shares of the new corporation at par.

3. Stated Capital. The sum par value of all shares of capital stock of the corporation that shall have been issued at any particular time shall be the stated capital of the corporation on the books at any such time.

4. Dividends. The holders of issued shares of capital stock shall be entitled to receive, when and as declared by the directors, annual or quarterly dividends payable either in cash, in property, or issuable shares of the corporation according as the directors shall resolve.

5. No Classes of Stock. The shares of this corporation shall not be divided into classes; there shall be but one class of stock in this corporation, i.e., voting common stock capital shares.

6. No Shares in Series. The corporation is not authorized to issue shares in series.

**ARTICLE V: Registered Agent**

The initial registered agent of the Corporation is: Frank LaSasso, whose business address at which he will accept service of process for the corporation is 3044 Treasure Island Road, Port St. Lucie, FL 34952, (561/377-2118), and his acceptance of appointment is filed herewith and made a part hereof by reference.

**ARTICLE VI: Number of Directors**

The number of duly elected directors of this corporation shall be not less than one.

99 MAR 15 8:59  
FILED  
TALLAHASSEE, FL 32304  
SECRETARY OF STATE

**ARTICLE VII: Incorporation Director**

The name and address of the person who shall serve as incorporation director is Frank LaSasso, who shall serve in the capacity of temporary director until the organizational meeting, at which meeting he shall appoint a president and secretary *pro temp* who shall by his authority and at his direction issue subscribed shares of the corporation's common stock for value received, whereupon the new shareholders will elect his permanent replacement to serve and hold office as duly elected director thereafter in accordance with Florida Law, these articles, and the by-laws of the corporation. Upon taking office, the duly elected director shall ratify all prior acts and accept the immediate resignation of the incorporation director, who shall thereafter have no further powers or obligations:

**ARTICLE VIII: Incorporator**

The name and address of the incorporator is: Frank LaSasso, 3044 Treasure Island Road, Port St. Lucie, Florida 34952 (561/337-2118).

**ARTICLE IX: Amendment of Articles**

The shareholders shall have power to adopt, amend, or repeal these articles of incorporation when proposed and approved at a duly noticed shareholders meeting.

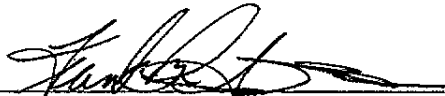
**ARTICLE X: Pre-Emptive Rights**

Shareholders shall have no pre-emptive rights to purchase additional shares.

**ARTICLE XI: Cumulative Voting**

Shareholders shall vote their shares directly; i.e., there shall be no cumulative voting of shares.

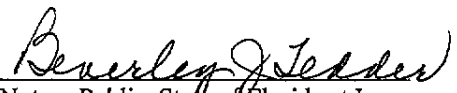

IN WITNESS WHEREOF Frank LaSasso declares these Articles of Incorporation for laSASSO A/C Consultants, Inc. hereunder setting his hand and giving his further affidavit of this declaration the 12<sup>th</sup> day of MARCH, 1999.

  
Frank LaSasso, Incorporator

STATE OF FLORIDA     )  
COUNTY OF ST. LUCIE )

BEFORE ME, the undersigned authority, personally appeared Frank LaSasso, who being by me first duly sworn or affirmed and identified by Florida Drivers License as the person described hereinabove, did execute the foregoing in my presence as incorporator for laSASSO A/C Consultants, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal the date last hereinabove appearing.

  
Notary Public, State of Florida at Large  
Beverley J. Tedder  
 MY COMMISSION # CC813756 EXPIRES  
March 1, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATIVE 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:


WITNESSETH that *laSASSO A/C Consultants, Inc.* desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: Frank LaSasso, whose business address at which he will accept service of process for the corporation is 3044 Treasure Island Road, Port St. Lucie, FL 34952 (561/337-2118), and his acceptance of appointment is filed herewith and made a part hereof by reference.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept such appointment to act in this capacity effective the date last herein appearing and agree to comply with the provisions of said act relative to keeping open said office.

I understand and accept the obligations of registered agents as provided for in Florida Statutes 607.325.

EXECUTED this 12<sup>th</sup> day of MARCH 1999.

  
Frank LaSasso, Resident Agent

STATE OF FLORIDA )  
COUNTY OF ST. LUCIE

BEFORE ME personally appeared Frank LaSasso who, being by me first duly sworn or affirmed and identified by Florida Drivers License, did execute the foregoing in my presence as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at ST. LUCIE CO. Florida this 12<sup>th</sup> day of MARCH, 1999.

  
Notary Public, State of Florida at Large



Beverley J. Tedder  
MY COMMISSION # CC813756 EXPIRES  
March 1, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

My commission number is: # CC 813 756  
My commission expires: MARCH 1, 2003

**FILED**  
99 MAR 15 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA