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Lou Tally

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Practicing Primarily in:

Business & Corporate Law

Domestic Relations

Entertainment Law

Real Estate Law

Wills, Trusts & Probate

Lou Tally

Jana W. Boyette  
Legal Assistant

March 23, 1999

700002816817--0

-03/24/99--01060--007

\*\*\*\*\*8.75 \*\*\*\*\*8.75

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

VIA FEDERAL EXPRESS

Re: Roop Incorporation/Yard Ape  
Our File No.

700002816817--0

-03/24/99--01060--006

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Ladies and Gentlemen:

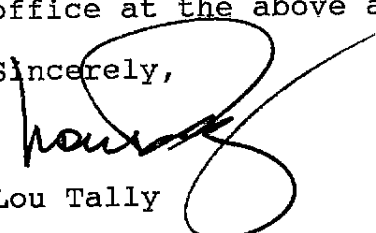
Enclosed for filing are the original Articles of Incorporation for the above corporation and our check in the amount of \$70.00 for the following fees:

Filing Articles of Incorporation	\$35.00
Filing Registered Agent Designation	35.00
	<hr/>
	\$70.00

EFFECTIVE DATE  
3-23-99

Also enclosed is a copy of the above Articles of Incorporation and our separate check in the amount of \$8.75 for the certification fee of same pursuant to the provisions of Section 15.09(1)(d), Florida Statutes (1995). We would appreciate your forwarding said certified copy to our office at the above address.

Sincerely,

  
Lou Tally

LT:jwb

Enclosures

xc: Mr. John Roop  
Mr. Jonathan C. Thomas

SHARON

MAR 30 1999

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAR 24 AM 8:35

FILED

# ARTICLES OF INCORPORATION

of

## YARD APE, INC.

FILED  
99 MAR 24 AM 8:35  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

### ARTICLE I - NAME

The name of this corporation shall be **YARD APE, INC.**

EFFECTIVE DATE  
3-23-99

### ARTICLE II - DURATION

The duration of this corporation is perpetual; corporate existence shall commence at 12:01 A.M., EDT, March, 23, 1999.

### ARTICLE III - BUSINESS

The purpose or purposes for which this corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

### ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500.00). Such shares shall be of a single class and shall have a par value of \$1.00 per share.

## **ARTICLE V - PRINCIPAL OFFICE**

The initial street address of the corporation's principal office is 922 Kentucky Boulevard, Eustis, FL 32726.

## **ARTICLE VI - REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 3900 Lake Center Drive, Suite A-4, Mount Dora, FL 32757 and the initial registered agent thereat shall be Lou Tally.

## **ARTICLE VII - MANAGEMENT BY SHAREHOLDERS**

The corporation shall have no Board of Directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of, the stockholders.

## **ARTICLE VIII - OFFICERS**

This corporation shall have a President, Secretary, and Treasurer, and such other offices as the Bylaws provide. The initial officers and their addresses are:

President:	Jonathan C. Thomas 2667 Winchester Circle Eustis, FL 32726
Chief Operating Officer:	John A. Roop 922 Kentucky Boulevard Eustis, FL 32726
Secretary:	John A. Roop 922 Kentucky Boulevard Eustis, FL 32726
Treasurer:	John A. Roop 922 Kentucky Boulevard Eustis, FL 32726

## ARTICLE IX - INCORPORATOR

The name and address of the incorporators are **JOHN A. ROOP**, 922 Kentucky Boulevard, Eustis, FL 32726 and **JONATHAN C. THOMAS**, 2667 Winchester Circle, Eustis, FL 32726.

## ARTICLE X - BYLAWS

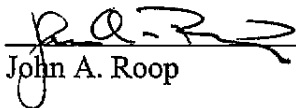
The Bylaws of this corporation shall be adopted at the first meeting of the stockholders by a majority of the outstanding stock voting in person or by proxy. Such initial Bylaws shall set forth the procedures and requirements for further adoption, amendment, or revocation of Bylaws.

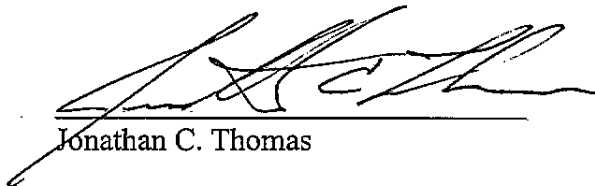
## ARTICLE XI - AMENDMENT OF CHARTER

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the stockholders at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

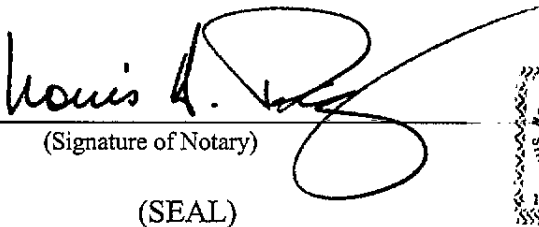
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation this 23 day of March, 1999.

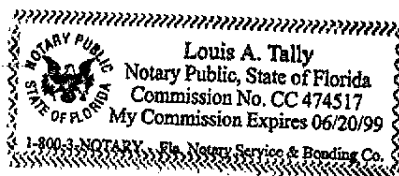
  
John A. Roop

  
Jonathan C. Thomas

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of March, 1999, by **JOHN A. ROOP** and **JONATHAN C. THOMAS**, who were identified by being personally known to me.

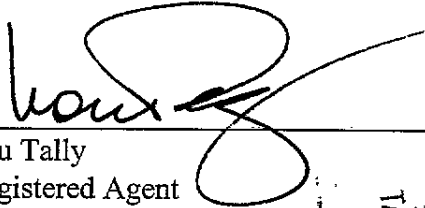
  
(Signature of Notary)  
(SEAL)



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for YARD APE, INC. at the place designated in this Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 23 day of March, 1999.

  
\_\_\_\_\_  
Lou Tally  
Registered Agent

**FILED**  
99 MAR 24 AM 8:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA