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Lou Tally

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Legal Assistant

March 30, 1999

Practicing Primarily in:  
Business & Corporate Law  
Domestic Relations  
Entertainment Law  
Real Estate Law  
Wills, Trusts & Probate

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

VIA FEDERAL EXPRESS

Re: Incorporation/Gay Guardian, Inc.  
Our File No. COST/6871

600002825206--6  
-03/31/99-01055-001  
\*\*\*\*\*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

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* by gr

Lou Tally

LT:jwb

Enclosures

xc: Mr. Ron Mangum

APR -5 1999

SHARON

FILED  
99 MAR 31 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**  
99 MAR 31 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

of

**GAY GUARDIAN, INC.**

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

**ARTICLE I - NAME**

The name of this corporation shall be **GAY GUARDIAN, INC..**

**ARTICLE II - DURATION**

The duration of this corporation is perpetual; corporate existence shall commence at upon the filing of these articles with the Secretary of State.

**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 6035 Estero Boulevard, Ft. Myers Beach, FL 33931.

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

The street address of the initial registered office of the corporation is 6035 Estero Boulevard, Ft. Myers Beach, FL 33931 and the initial registered agent thereat shall be Brian D. Mellott.

#### **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: Brian D. Mellott, 6035 Estero Boulevard, Ft. Myers Beach, FL 33931  
Secretary: Brian D. Mellott, 6035 Estero Boulevard, Ft. Myers Beach, FL 33931  
Treasurer: Brian D. Mellott, 6035 Estero Boulevard, Ft. Myers Beach, FL 33931

#### **ARTICLE IX - INCORPORATOR**

The name and address of the incorporator is Brian D. Mellott, 6035 Estero Boulevard, Ft. Myers Beach, FL 33931

#### **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 has made and subscribed to these Articles of Incorporation this 18 day of March, 1999.

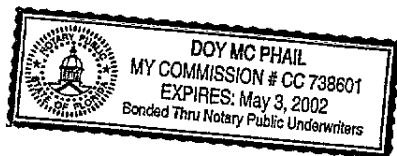
Brian D. Mellott  
Brian D. Mellott

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 18 day of March, 1999, by Brian D. Mellott, who was identified by: ☒ being personally known to me, OR ☐ a current Florida Drivers' License, OR ☐ \_\_\_\_\_ [describe document].

D. J. McPhail  
(Signature of Notary)

(SEAL)



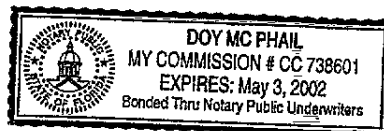
**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for **GAY GUARDIAN, 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 18 day of March, 1999.

Brian D. Mellott  
Brian D. Mellott  
Registered Agent

NOTARY: D. McPhail



**FILED**  
99 MAR 31 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA