

**BOYER & FERRELL, P.A.**

ATTORNEYS & COUNSELORS AT LAW

P990000037801

April 6, 1999

State of Florida  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

000002836210--1  
-04/12/99-01096-013  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Ventresca Enterprises, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named proposed corporation. Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent	35.00
	<u>\$122.50</u>

Please file the Articles of Incorporation and return the Certificate of Incorporation and certified copy of the Articles to our office.

Sincerely yours,

*Michele T. Brackett*

Michele T. Brackett,  
Legal Assistant

/mb

Enc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
99 APR 22 AM 9:20  
FILED

*DF*

EDWIN M. BOYER, ESQ. & MARY ALICE FERRELL, ESQ.

1800 Second St., Suite 760, Sarasota, Florida 34236 • Tel: 941-365-2304 Fax: 941-364-9896



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 14, 1999

MICHELE T. BRACKETT  
1800 SECOND STREET  
SUITE 760  
SARASOTA, FL 34236

SUBJECT: VENTRESCA ENTERPRISES, INC.  
Ref. Number: W99000008937

We have received your document for VENTRESCA ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 699A00019070

# BOYER & FERRELL, P.A.

ATTORNEYS & COUNSELORS AT LAW

April 21, 1999

State of Florida  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Ventresca Enterprises, Inc.  
Letter Number: 699A0019070

Dear Sir:

Pursuant to your letter dated April 14, 1999, the Articles of Incorporation for the above-named proposed corporation have been changed to an effective date which meets the five working day requirement. Enclosed please find a copy of your letter together with the original and one copy of the Articles for filing. Our check in the amount of \$122.50 for the filing fees was previously sent to you.

Please file the Articles of Incorporation and return the Certificate of Incorporation and certified copy of the Articles to our office.

Sincerely yours,



Michele T. Brackett,  
Legal Assistant

/mb

Enc.

FILED  
99 APR 22 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
VENTRESCA ENTERPRISES, INC.

FILED  
99 APR 22 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is VENTRESCA ENTERPRISES, INC.

ARTICLE II

The existence of the Corporation shall begin on April 23, 1999.

ARTICLE III

The duration of the Corporation is perpetual.

ARTICLE IV

The street address of the principal office of the Corporation is 1323 Georgetowne Circle, Sarasota, FL 34232.

ARTICLE V

The general purpose for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE VI

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000) shares, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VII

The initial street address of the Corporation's registered office is 1323 Georgetowne Circle, Sarasota, FL 34232. The initial registered agent for the Corporation at that address is Richard A. Ventresca.

ARTICLE VIII

The initial board of directors shall consist of one members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Richard A. Ventresca	1323 Georgetowne Circle Sarasota, FL 34232

ARTICLE IX

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

Richard A. Ventresca

1323 Georgetowne Circle  
Sarasota, FL 34232

ARTICLE X

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

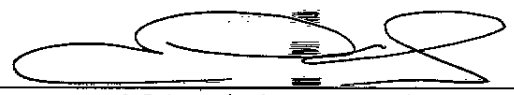
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 15<sup>th</sup> day of APRIL, 1999.

  
Richard A. Ventresca

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me personally appeared RICHARD A. VENTRESCA, who is known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed. (Check One):  Said persons are personally known to me [ ] Said persons provided the following type of identification \_\_\_\_\_.

WITNESS my hand and official seal this 1 day of APRIL, 1999.



Notary Public (Signature)



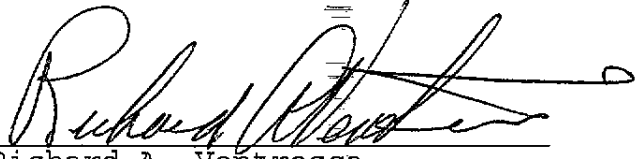
Edwin M. Boyer  
MY COMMISSION # CC791394 EXPIRES  
December 22, 2002  
BONDED THRU TROY FARM INSURANCE, INC

Printed Notary Name \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
My Commission No: \_\_\_\_\_

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for VENTRESCA ENTERPRISES, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated: 4/1/99, 1999.

  
Richard A. Ventresca,  
Registered Agent

FILED  
99 APR 22 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA