

99000051223

Accounting/Computers/Taxes

Requestor's Name

4134 Gulf of Mexico Sk. #207

Address

Longboat Key, FL 34258

City/State/Zip

Phone #

400002884044--I

-05/24/99--01092--018

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
99 JUN - 7 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JUN - 7 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 27, 1999

ACCOUNTING / COMPUTERS / TAXES  
4134 GULF OF MEXICO DRIVE  
SUITE 207  
LONGBOAT KEY, FL 34228

SUBJECT: ANGELLOTTI ASSOCIATES, INC.  
Ref. Number: W99000012377

We have received your document for ANGELLOTTI ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

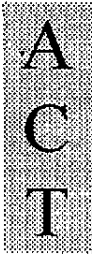
We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return 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.

Teresa Brown  
Corporate Specialist

Letter Number: 199A00029208



## Accounting/Computers/Taxes, Inc.

4134 Gulf of Mexico Drive #207  
Longboat Key, FL 34228  
(941) 383-6595 or fax (941) 383-6806  
e-mail: TedatACT@aol.com

June 2, 1999

Teresa Brown, Corporate Specialist  
Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Subject: ANGELLOTTI ASSOCIATES, INC.  
Ref. Number: W99000012377

The articles of incorporation reflecting the address of ANGELLOTTI ASSOCIATES, INC. are enclosed. If there are any questions concerning this filing, please contact the registered agent, Theodore J. Wilson, at (941) 383-6595. He is in the same executive suites the company is housed in.

Sincerely,  
Accounting/Computers/Taxes, Inc.

A handwritten signature in cursive script, appearing to read 'T. Wilson'.

Theodore J. Wilson

FILED  
99 JUN -7 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**ANGELLOTTI ASSOCIATES, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Delaware, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is ANGELLOTTI ASSOCIATES, INC..  
The address is 4134 Gulf of Mexico Drive #207  
Longboat Key, FL 34228  
Phone 941/383-2909

**ARTICLE II**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

THEODORE J. WILSON  
Accounting/Computers/Taxes, Inc.  
4134 Gulf of Mexico Drive #207  
Sarasota County  
Longboat Key, FL 34228

#### **ARTICLE IV PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Denise S. Angellotti  
4134 Gulf of Mexico Drive #207  
Longboat Key, FL 34228

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

#### **ARTICLE VI LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

#### **ARTICLE VII OTHER PROVISIONS**

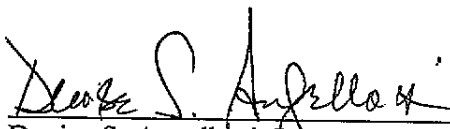
Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the

same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

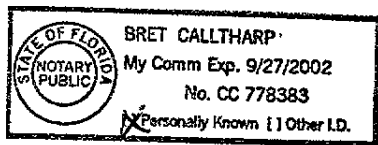
### Certification

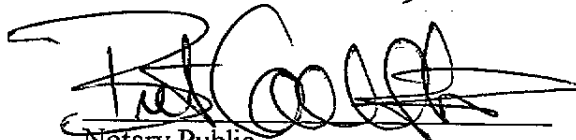
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
Denise S. Angellotti, Incorporator  
4134 Gulf of Mexico Drive #207  
Longboat Key, FL 34228

State of Florida, County of Sarasota, ss:

Subscribed and sworn to (or affirmed) before me this 21<sup>st</sup> day of May, 1999.



  
Notary Public

# **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

ANGELLOTTI ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

THEODORE J. WILSON  
(Name)

4134 Gulf of Mexico Drive Suite 207  
(P.O. Box not acceptable)

Longboat Key, FL 34228  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties; and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL