

P99000053898

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000014349 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
99 JUN 14 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DUCK ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	68
Estimated Charge	\$78.75

6/14/99 3:11 PM

FILED

99 JUN 14 PM 11:29

H990000014349

ARTICLES OF INCORPORATION
TALLAHASSEE, FLORIDA
OF
DUCK ENTERPRISES, INC.

We, the undersigned, subscribed to this Certificate of Incorporation, natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be DUCK ENTERPRISES, INC.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual.

ARTICLE III
PURPOSE

The purposes for which the corporation is organized are:

- a. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.
- b. To carry on its operations and conduct business in any state, in the District of Columbia, and in any territory, dependency, or possession of the United States, and in any foreign country.
- c. To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of Incorporation.
- d. To sue and be sued, complain and defend in its corporate name, in all actions or proceedings.

Prepared by Barbara R. Saskin
2001 Palm Bch Lakes Blvd, Ste 300-M
West Palm Beach, FL 33409
561-686-1991
Fl Bar Number 49931

H990000014349

H99000014349

- e. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- f. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- g. To lend money and use its credit to assist its officers and employees in accordance with Section 607.141, Florida Statutes.
- h. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- i. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of the United States or of any other government, state, territory, governmental district, or municipality or any instrumentality thereof.
- j. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- k. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- l. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this Act within or without the state.
- m. To elect or appoint officers and agents of the corporation and to define their duties and fix their compensation.
- n. To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- o. To make donations for the public welfare or for charitable, scientific or educational purposes.

H99000014349

H99000014349

- p. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- q. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries.
- r. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- s. To have and exercise all powers necessary or convenient to affect its purposes.
- t. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, each share having the par value of \$1.00. Each stockholder of the corporation shall be entitled to one vote for each fully paid, non-assessable share owned by him, and there shall be no cumulative voting.

ARTICLE V INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE VI ADDRESS

The initial street address of the principal office of this corporation is to be at 211 Jackson Avenue, Greenacres, Fl 33463.

H99000014349

H99000014349

The Board of Directors may from time to time designate such other address and place for its principal office of this corporation as it may see fit.

**ARTICLE VII
DIRECTORS**

The number of directors of this corporation shall be as provided by the bylaws, but shall not be less than one (1) in number nor more than nine (9), and shall be one (1) in number until otherwise fixed or changed by the bylaws.

**ARTICLE VIII
INITIAL DIRECTORS**

The names and addresses of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, the bylaws of this corporation, and the laws of Florida, shall hold office until their successors are chosen at the First Annual Meeting of this Corporation to be held at the time and place provided for in the bylaws, are as follows:

<u>Name</u>	<u>Address</u>
Donald S Larson	211 Jackson Avenue Greenacres, FL 33463

**ARTICLE IX
SUBSCRIBERS**

The name and address of the subscribers to the Certificate of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Donald S Larson	211 Jackson Avenue Greenacres, FL 33463

H99000014349

H990000014349

**ARTICLE X
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 211 Jackson Avenue, Greenacres, FL 33463, and the name of the initial registered agent of this corporation is Donald S. Larson.

**ARTICLE XI
BYLAWS**

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the shareholders.

**ARTICLE XII
CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by the shareholders.

**ARTICLE XIII
MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law but regular meetings of the Board of Directors must be attended in fact in person by each director.

**ARTICLE XIV
ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by written consent, as provided by law.

H990000014349

H990000014349

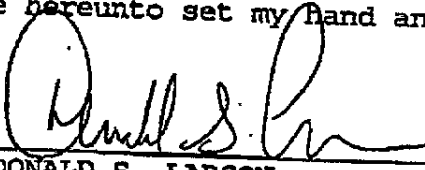
ARTICLE XV
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVI
AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions herein contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by law, and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors are granted subject to this reservation.

7 IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of June 1999.

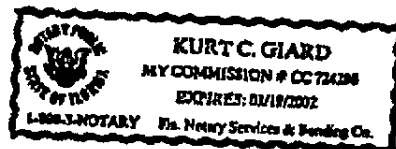

DONALD S. LARSON

STATE OF FLORIDA
COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 7 day of June, 1999 by DONALD S. LARSON, who is personally known to me and did not take an oath.


NOTARY PUBLIC

My commission expires:



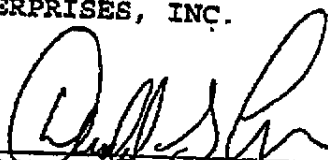
H990000014349

H99000014349

ACCEPTANCE OF REGISTERED AGENT


I, DONALD S. LARSON, do hereby accept the designation of
Registered Agent for:

DUCK ENTERPRISES, INC.

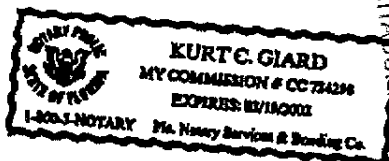

DONALD S. LARSON

STATE OF FLORIDA
COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 7
day of June, 1999 by DONALD S. LARSON, who is personally known to
me and did not take an oath.


NOTARY PUBLIC

My commission expires:



99 JUN 14 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H99000014349