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ACCOUNT NO. : 072100000032

REFERENCE : 491403 7131188

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 70.00

ORDER DATE : November 23, 1999

ORDER TIME : 11:05 AM

ORDER NO. : 491403-005

CUSTOMER NO: 7131188

000003052880--6

CUSTOMER: Ms. Tina Muglach  
THOMAS H. WARLICK, P.A.  
THOMAS H. WARLICK, P.A.  
316 E. Pine Street

Orlando, FL 32801

DOMESTIC FILING

NAME: RAILROAD STREET STATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*g 11/23/99*

RECEIVED  
99 NOV 23 PM 12:12  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 12:20

ARTICLES OF INCORPORATION  
OF  
RAILROAD STREET STATION, INC., a Florida corporation

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 2:20

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be RAILROAD STREET STATION, INC., a Florida corporation.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at 784 Pine Drive, Ridgway, Colorado 81432.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business purposes.

ARTICLE V - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$10.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of

Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

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

The street address of the initial registered office of this corporation shall be 316 E. Pine Street, Orlando, Florida 32801.

The name of the initial registered agent of this corporation at that address shall be Thomas H. Warlick.

#### ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Thomas H. Warlick	316 East Pine Street Orlando, Florida 32801	P/D

**ARTICLE VIII - INCORPORATOR**

The following is the name and street address of the  
Incorporator to these Articles of Incorporation:

Thomas H. Warlick  
316 East Pine Street  
Orlando, FL 32801

**ARTICLE IX - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

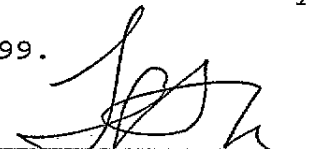
**ARTICLE X - BUY-SELL AGREEMENT**

The stock to be issued by this corporation shall be subject to a buy-sell agreement whereby each stockholder shall have the right of first refusal to purchase his pro rata share of any stock to be sold by an existing stockholder.

**ARTICLE XI - AMENDMENT**

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 22<sup>nd</sup> day of November, 1999.

  
\_\_\_\_\_(SEAL)  
THOMAS H. WARLICK  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared THOMAS H. WARLICK, to me known or provided \_\_\_\_\_ as identification, to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 22<sup>nd</sup> day of November, 1999.

(SEAL)

Tina M. Muglach  
Notary Public  
My commission expires:



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 2:20

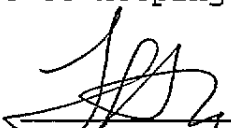
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following  
is submitted in compliance with said Act:

THAT, RAILROAD STREET STATION, INC., desiring to organize  
under the laws of the State of Florida, with its principal office  
as indicated in the Articles of Incorporation in the City of  
Orlando, County of Orange, State of Florida, has named as its  
Registered Agent, Thomas H. Warlick in the City of Orlando,  
County of Orange, State of Florida, to accept service of process  
within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above  
stated corporation, at the place designated in this Certificate,  
I hereby accept to act in this capacity and agree to comply with  
the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
THOMAS H. WARLICK