

P99000108434

A&A Bookkeeping & Tax Services, Inc.

1455 So. Ferdon Blvd. Suite A-1  
Crestview, FL 32539

Phone: (850) 683-1524

November 19, 1999

Fax (850) 683-1526

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-11/22/99--01093--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

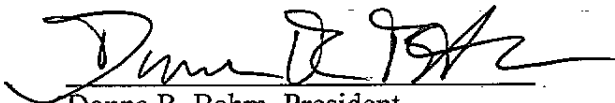
Re: TopKat, Inc.

Dear Madam or Sir:

Enclosed please find the original and copy of the Articles of Incorporation and Designation of Registered Agent for service of process on the above-captioned corporation. It is our wish that the corporate existence of the corporation begin on as soon as filed.

Please process these documents accordingly and return the certificate and certified copy to the above address.

Included herewith is a check in the amount of \$87.50 to cover the fees.



Donna R. Bahm, President  
A&A Bookkeeping & Tax Services, Inc.

FILED  
99 DEC 15 PM 6:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W99-27103



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 29, 1999

DONNA R BAHM  
A&A BOOKKEEPING & TAX SERVICES, INC.  
1455 S FERDON BLVD, STE A-1  
CRESTVIEW, FL 32539

SUBJECT: TOMKAT, INC.  
Ref. Number: W99000027103

We have received your document for TOMKAT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 487-6924.

Kimberly Rolfe  
Corporate Specialist Supervisor

Letter Number: 899A00056365

# **ARTICLES OF INCORPORATION**

**OF**

## **TOMKAT SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation

### **ARTICLE I**

**Name**

*The name of this corporation shall be*  
**TomKat Services, Inc.**

### **ARTICLE II**

**Place**

*The Principle place of business shall be 3176 Palmetta Ave.,  
Crestview, Florida 32539, in Okaloosa County.*

### **ARTICLE III**

**DURATION**

*The corporation shall exist perpetually.*

### **ARTICLE IV**

**Purpose**

*The purpose or purposes for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida. This shall be a general-purpose corporation. Its directors shall determine its goals and purposes. The corporation may hire such employees as may be necessary or desirable to accomplish its purposes, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature, to own real or personal property, to borrow money, and to do all other things necessary or convenient to corporate purposes, and to do all things authorized by the State of Florida.*

### **ARTICLE V**

**CAPITAL STOCK**

*The amount of capital stock authorized by the corporation shall be one hundred (100) shares of common stock with a par value of one (\$1.00) dollar per share. The whole or any part of the capital stock of this corporation shall be payable in cash, or in property, labor or services, at a just valuation to be fixed by the Board of Directors.*

### **ARTICLE VI**

**INITIAL CAPITAL**

*The amount of capital stock with which this corporation shall begin business shall not be less than one Hundred Dollars (\$100.00).*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII**

### **Management Of Corporation By Shareholders**

*This is a closely held corporation with the intent to be a shareholder run business, therefore the Shareholders shall run this company in place of an elected board of directors. The initial officers of this corporation are as follows:*

<u>Name</u>	<u>Address</u>	<u>Office</u>
Kathy L Pereira (51%)	3176 Palmetta Ave. Crestview, FL 32539	President
Thomas D. Pereira (49%)	3176 Palmetta Ave, Crestview, FL 32539	Vice President/ Sec/Treasurer

## **ARTICLE VIII**

### **Powers to Amend Articles or Establish By-Laws**

*The powers to adopt, alter, or amend or repeal by-laws shall be vested in the shareholders.*

## **Article VIII**

### **Preemptive Rights**

*Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as maybe done without issuance of fractional shares) at the price at which it is offered to others.*

## **ARTICLE IX**

### **Incorporators**

*The name and address of the incorporator signing these Articles of Incorporation is Kathy L. Pereira, President, 3176 Palmetta Ave., Crestview, Florida, 32539.*

## **ARTICLE X**

### **Initial Registered Agent and Office**

*The initial registered agent of this corporation is A&A Bookkeeping & Tax Services, Inc. The Street address of the initial registered office of this corporation in the State of Florida is 1455 South Ferdon Blvd. Suite A-1, Crestview, FL 32539. The Board of Directors may from time to time, move the principal office to any other address in Florida.*

## **ARTICLE XI**

### **By-laws**

*The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.*

**ARTICLE XII**

**Amendments**

*The Shareholders shall have the power to alter, amend, or repeal provisions of these articles.*

**ARTICLE XIII**

**Section 1244 Stock**

*It is the intent of this charter that the capital stock of the Corporation may be sold in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.*

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF  
INCORPORATION, THIS 5<sup>TH</sup> DAY OF NOVEMBER 1999.

Incorporator

Kathy L. Pereira

Kathy L. Pereira, President

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

**In compliance with Sections 48.091 and 607.034, Florida Statutes, the  
following is submitted:**

**First that TomKat Services, Inc., desiring to organize or qualify under the laws  
of the State of Florida, with its principal place of business at  
3176 Palmetta Ave., Crestview, Fl 32539, has named A&A Bookkeeping & Tax  
Services, Inc. of 1455 South Ferdon Blvd. Suite A-1, Crestview, Florida, 32539,  
as its agent to accept service of process within Florida. Dated this 3rd Day of  
December, 1999**

**FILED**

99 DEC 15 PM 6:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Kathy L. Pereira

Kathy L. Pereira, President

Thomas D. Pereira

Thomas D. Pereira, Secretary

**ACKNOWLEDGMENT**

*Having been named to accept service of process for the above corporation, at the place  
designated in this certificate, A&A Bookkeeping & Tax Service, Inc., hereby accept to  
act in this capacity and agree to comply with the provisions of all statutes relative to  
the proper performance of my duties.*

A & A Bookkeeping & Tax Services, Inc.

A & A Bookkeeping & Tax Services, Inc.

Donna R. Bahm, President

BY: Donna R. Bahm, President

A&A Bookkeeping & Tax Service, Inc.