

# Florida Department of State Division of Corporations Electronic Filing Cover Sheet

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#### **DOMESTICATION**

Joint Systems & Hardware Solutions, Inc.

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#### CERTIFICATE OF DOMESTICATION

STORETARY OF STATE TALLABASSE, FLORIDA

The undersigned, LaShonda N. Harris, as Vice President of JSH Inc., an Arizona corporation (the "Corporation"), in accordance with Section 607.1801, Florida Statutes, does hereby certify:

- 1. The date on which the Corporation was formed was June 7, 2010.
- The jurisdiction where the above named Corporation was first formed, incorporated or otherwise came into being was the State of Arizona,
- The name of the Corporation immediately prior to the filing of this Certificate of Domestication was JSH Inc.
- 4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Section 607.0202 and 607.0401, Florida Statutes with this Certificate is Joint Systems & Hardware Solutions, Inc.
- 5. The jurisdiction that constituted the seat or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was the State of Arizona.
- 6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 607.1801, Florida Statutes.

The undersigned Vice President of JSH Inc. is duly authorized to sign this Certificate of Domestication on behalf of the Corporation and has done so this 13th day of March, 2012.

JSH INC.

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No. 6988 P. 3

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SECRETARY OF STATE
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FAN NO: H12-65053

#### ARTICLES OF INCORPORATION

OF

#### JOINT SYSTEMS & HARDWARE SOLUTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

# ARTICLE I. NAME

The name of the corporation shall be Joint Systems & Hardware Solutions, Inc.

### ARTICLE II, NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The total number of shares of all classes which the corporation shall be authorized to issue is One Thousand Two Hundred Fifty (1,250) shares of common stock, \$1.00 par value per share.

#### ARTICLETY, ADDRESS

The principal address of the corporation is 320 S Flamingo Road, #348, Pembroke Pines, FL 33027-1770.

The street address of the initial registered office of the corporation is 320 S Flamingo Road, #348, Pembroke Pines, FL 33027-1770, and the name of the initial registered agent of the corporation at that address is LaShonda N, Harris.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE VI. INDEMNIFICATION

A. The Corporation shall to the fullest extent permitted by law defend and indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or

completed action, suit or proceeding, whether civit, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

- B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to defense or indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to defense or indemnification by the Corporation under paragraph A above.
- C. The defense or indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of stockholders or directors, or otherwise.
- D. The defense or indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.
- E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to defend or indemnify such person against such liability under paragraph A above.
- F. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

#### ARTICLE VII. CERTAIN LIMITATIONS ON LIABILITY OF DIRECTORS

Except to the extent that the Business Corporation Act of the State of Florida prohibits the elimination or limitation of liability of directors for breach of the duties of a director, no director of the Corporation shall have any personal liability for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

LaShonda Harris 320 S Flamingo Road #348 Pembroke Pines, FL 33027-1770

#### ARTICLE IX. SHAREHOLDER QUORUM AND VOTING

The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders than is required by the Florida Business Corporation Act, provided, however, that the adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

#### ARTICLE X, MANAGEMENT

The management of the corporation shall be vested in a Board of Directors. The number of Directors of the corporation shall be two (2) and shall be as hereinafter named, with any vacancy being filled by appointment of a new member(s) by the remaining member(s) of the Board of Directors, or as may otherwise be provided in the By-laws of the corporation. The number of Directors may be increased or decreased as set forth in the By-laws of the corporation. as said By-laws may be amended from time to time.

The current directors are set forth below:

Name	Address
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320 S Flamingo Road #348 Jerraine S. Hall

Pembroke Pines, FL 33027-1770

LaShonda N. Harris 320 S Flamingo Road #348 Pembroke Pincs, FL 33027

The officers of this corporation may consist of a President, Secretary, Treasurer and such other officers as may be provided by the Bylaws of the corporation. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

Office Name Address

President Jerraine S. Hall 320 S Flamingo Road #348

Pembroke Pines, FL 33027-1770

Vice President LaShonda N. Harris 320 S Flamingo Road #348

Pembroke Pines, FL 33027

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 13th day of March, 2012.

aShonda N. Harris, Incorporator

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

Joint Systems & Hardware Solutions, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Pembroke Pines, State of Florida, has named LaShonda N. Harris, 320 S Flamingo Road #348, Pembroke Pines, FL 33027-1770, as its agent 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 these Articles, the undersigned hereby accepts to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S. relative to keeping open said office.

Accepted this 13 day of March, 2012.

LaShonda N. Harris