

TRANSMITTAL LETTER

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 19 AM 9:39

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/19/99--01055--012
*****78.75 *****78.75

SUBJECT: Kand D Herps, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Donald J Kempkes, Jr
Name (Printed or typed)

Post office Box 350388
Address

Jacksonville Florida 32235-0388
City, State & Zip

(904) 646-0790
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN MAY 25 1999

W99-12116

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ARTICLES OF INCORPORATION
OF
K AND D HERPS, INC.

- 1) The name of this Corporation shall be: K and D Herps, Inc.
- 2) The duration of this Corporation is to be perpetual.
- 3) The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.
- 4) The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 20,000 shares of common stock, each with a par value of \$.01
- 5) The amount of capital with which the Corporation shall begin business shall be \$200.00
- 6) The street address of the Corporation's initial principal office shall be 2115 Dunes Way Drive East, Jacksonville, Florida 32225.
- 7) The name of its registered agent shall be Donald J. Kempkes, Jr. At the above address.
- 8) The number of directors of the corporation shall be not less than one nor more than five, shall be fixed from time to time by the by-laws, and the number may be altered as therein provided. In cases of any increase in the number of directors, the additional directors shall be elected as provided by the by-laws, by the directors, or by the stockholders at any annual or special meeting. In case of any vacancy in the Board of Directors, the remaining directors, by affirmative vote of the majority thereof, may elect a successor to hold office for the unexpired portion of the term of the director whose place is vacant and until his successor shall be duly elected and qualified.
- 9) In furtherance and not in limitation of the powers conferred by law, the Board of Directors are expressly authorized:
 - a) To make, alter, amend and repeal the by-laws of the Corporation.
 - b) To remove at any time any officer elected or appointed by the Board of Directors by only the affirmative vote of a majority of the whole Board of Directors. Any other officer or employee of the corporation may be removed at any time by vote of the Board of Directors, or by any committee or superior officer upon whom such power of removal may be conferred by the by-laws or by the vote of the Board of Directors.
 - c) To designate, by resolution passed by a majority of the whole board, three or more of their number, to constitute an executive committee, who to the extent provided in said resolution or in the by-laws of the corporation, shall have and exercise powers of the Board of Directors in the management of the business and affairs of the corporation, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it. A majority of such committee shall constitute a quorum for the transaction of business.

- d) To designate any other standing committee by the affirmative vote of a majority of the whole board, and such standing committee shall have any and may exercise such powers as shall be conferred or authorized by the by-laws, including the power to cause the seal of the corporation to be affixed to any papers which may require it.
- e) From time to time, to fix and vary the sum to be reserved over and above its capital stock paid in before declaring any dividends, to direct and determine the use and disposition of any surplus or net profits over and above the stock paid in; to fix the time declared for any paying for any dividends, and, unless otherwise provided in this certificate or in the by-laws, to determine the amount of any dividends. All sums reserved as working capital or otherwise may be applied from time to time to the acquisition or purchase of bonds or other obligations or shares of its own capital stock or other property to such extent and in such manner and upon such terms as the Board of Directors shall deem expedient and neither the stocks, bonds, or other property so acquired shall be regarded as accumulated profits for the purpose of declaring or paying dividends unless otherwise determined by the Board of Directors, but shares of such capital stock so purchased or acquired may be resold, unless such shares shall have been retired for the purpose of decreasing the company's capital stock as provided by law.
- f) From time to time to determine whether and to what extent and what time and place and under what conditions and regulations the accounts and books of the corporation (other than the stock ledger), or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect an account, book or document of the corporation, except as conferred by the statute or authorized by the Board of Directors or by resolution of the stockholders.
- g) With the written consent of the holders of two-thirds of its issued and outstanding stock of all classes without a meeting, or pursuant to the affirmative vote in person or by proxy of the holders of two-thirds of its issued and outstanding stock of all classes, at any meeting, either annual or special, called as provided by the by-laws, the Board of Directors may sell, convey, assign, transfer, or otherwise dispose of any part of or all of the property, assets, rights and privileges of the corporation as an entirety, for the stocks, bonds, obligations or other securities of another corporation of this or any other state, territory, colony, or foreign country, or for cash, or partly cash, credit or property, or for such other consideration as the Board of Directors, in their absolutely and uncontrolled discretion may determine.
- h) The corporation may, by its by-laws, confer upon the directors powers and authorities additional to the forgoing and to those expressly conferred upon them by statute.

- 10) The name and post office address of the members of the first Board of Directors, and the first officers, who unless otherwise provided, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

NAME

Donald J. Kempkes, Jr.

Karen L. Kempkes

ADDRESS

Post Office Box 350388
Jacksonville, Florida 32235-0388

Post Office Box 350388
Jacksonville, Florida 32235-0388

The undersigned hereby subscribes to the Articles of Incorporation and agrees to take the number of shares as indicated.

NAME

Donald J. Kempkes, Jr.

Karen L. Kempkes

AMOUNT

\$100.00

\$100.00

NO. OF SHARES

10,000

10,000

STATE OF FLORIDA

COUNTY OF DUVAL

Before me personally appeared Donald J. Kempkes, Jr. and Karen L. Kempkes to me well known, and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

Witness my hand and official seal in Jacksonville, Duval County, Florida, this 14th day of May, 1999.



CHRISTINE MARIE WELSER
COMMISSION # CC583672
EXPIRES SEPT. 9, 2000
BONDED THRU
MACHINERY INSURANCE, INC.

Christine Welser
Notary Public, State of Florida
My commission expires:

I, Donald J. Kempkes, Jr., do hereby accept the appointment as registered agent for service for K and D Herps, Inc.

Donald J. Kempkes Jr.
99 MAY 19 AM 9:40
FILED STATE
SECRETARY OF ACTIONS
DIVISION