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		-	October 24, 2001
à.		CORPORATION NAME (S) AND D	OCUMENT NUMBER (S):
â	Baker	& Company, Inc.	
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	□ Certified Copy	☐ Certificate o	of Good Standing
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	Data' UD	☐ All Charter 3	Documents to Include
	Retrieval Request  Photocopy	Articles & A	Amendments
		☐ Fictitious Na	ame Certificate
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<u> </u>	NEW FILINGS	AMENDMENTS	
X	Profit	Amendment	
	Non Profit	Resignation of RA Officer/Director	
	Limited Liability	Change of Registered Agent	
	Domestication	Dissolution/Withdrawal	
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	OTHER FILINGS	REGISTRATION/QUALIFICATION	Tropic Market
	Annual Reports	Foreign	9: 59
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	Name Reservation	Reinstatement	- · ·
	Reinstatement	Trademark	7
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# ARTICLES OF INCORPORATION OF

# Baker & Company, Inc.

The undersigned hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the state providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and we hereby make, subscribe, acknowledge and file these Articles of Incorporation.

# <u>ARTICLE I</u>

The name of the corporation shall be BAKER & COMPANY, INC.

# DI OCT 24 AM 10: 40 SECRETARY OF STATE ARLLANIASSEE, FLORIDA

# <u>ARTICLE II</u>

The general nature of the business to be transacted by the corporation shall be as to perform all acts allowed by the corporation act of the State of Florida.

# ARTICLE III

The capital stock of this corporation shall consist of one HUNDRED (100) shares of common stock having a par value of One Dollar (\$1.00) per share and which shall be issued as fully paid and non-assessable. The stock of this corporation shall be so assigned, issued and transferred only in accordance with

such By-Laws as the corporation shall from time to time make, change or alter with a lien reserve in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the corporation.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

# **ARTICLE IV**

The amount of capital with which this corporation shall commence is at least One thousand Dollars (\$1,000 Dollars).

# **ARTICLE V**

This corporation shall have perpetual existence unless sooner dissolved according to law.

#### **ARTICLE VI**

The principal place of business, initial office address and mailing address of the corporation shall be 329 Live Oak, Vero Beach, Florida, 32963.

# **ARTICLE VII**

The number of Directors of this corporation shall initially be one (1) but the By-Laws may provide for such increase or decrease in number thereof as authorized by law.

# **ARTICLE VIII**

The following person shall be the registered agent for the corporation to act as its

agent to accept service of process within this State:

Name:

William H. Baker

Address:

329 Live Oak

Vero Beach, Florida, 32963

#### ARTICLE IX

The names and post office addresses of the officers and members of the first Board of Directors who shall hold office for the first year of this corporation's existence or until their successors are chosen and have qualified are as follows:

William H. Baker 329 Live Oak Vero Beach, FL 32963

President, Vice President, Secretary/Treasurer

# **ARTICLE X**

The name and address of the subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>

**ADDRESS** 

William H. Baker

329 Live Oak Vero Beach, Florida 32963

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

# ARTICLE XI

The following provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and directors are hereby adopted as a part of these Articles of Incorporation:

- (a) No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation;
- (b) The directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issuance of new certificates therefore;
- (c) The original incorporators of the corporation shall have the right upon its organization to assign and deliver their subscriptions of stock as set forth in Article X herein to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all rights, liabilities and duties entailed by such subscriptions, subject to the Laws

of the State of Florida, and the execution of the necessary instruments of assignment.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

Dated: 10 23 01

William H. Baker

# STATE OF FLORIDA COUNTY OF INDIAN RIVER

BEFORE ME, the undersigned authority duly authorized to take and administer oaths in the State and County aforesaid, personally appeared WILLIAM H. BAKER, to me personally known to be the individual described in and who subscribed the above and foregoing Articles of Incorporation; and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office in the State and County aforesaid this 23 day of October, 2001.

Notary Public

State of Florida at Large

My Commission Expires:



GAYLE P. ASHLEY State of Florida My Comm. Exp. Oct. 14, 2003 Comm. # CC 873610 CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That BAKER & COMPANY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Vero Beach, County of Indian River, State of Florida, has named WILLIAM H. BAKER, located at 329 Live Oak, Vero Beach, Florida, 32963, as its agent to accept service of process within the State of Florida.

Signature: W. W. Corporate Officer)	OLOCT 24 SECRETAR
Title: Reviout	MID:
Date:	A TO

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:	(Registered Ac	ient)	Bake	
Date:	10/23/01			