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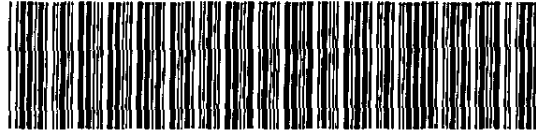
(Business Entity Name)

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~~1005-2139594~~  
4/28/05



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 28, 2005

CORY BAIRD  
505 EAST JACKSON STREET SUITE 205  
TAMPA, FL 33602

SUBJECT: BSM HOLDINGS, INC.  
Ref. Number: W05000021395

We have received your document for BSM HOLDINGS, INC. and your check(s) totaling \$70.00. 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.**

The document number of the name conflict is L04000045956.

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) 245-6955.

Suzanne Hawkes  
Document Specialist  
New Filings Section

Letter Number: 305A00029584



June 14, 2005

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

Re: Articles of Incorporation for McKeeby Holdings, Inc.

To Whom It May Concern:

I have enclosed the Articles of Incorporation for McKeeby Holdings, Inc. and a letter from the Florida Department of State dated April 28, 2005. Previously, the name of BSM Holdings, Inc. was denied by the Department of State, so we are filing Articles of Incorporation for McKeeby Holdings, Inc. Please process said articles along with the appointment of registered agent. Once you have processed the articles in appointment, please send a date stamped copy of them to the below referenced address.

Thank you in advance for your attention to this matter. If you have any questions, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Cory Baird".

Cory Baird  
Attorney at Law

CORY A. BAIRD, ESQ.

cbaird@bairdlaw.com

NATALIE F. BAIRD, ESQ.



April 20, 2005

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

Re: Articles of Incorporation for BSM Holdings, Inc.

To Whom It May Concern:

I have enclosed the Articles of Incorporation for BSM Holdings, Inc. and a check made payable to the Florida Dept. of Corporations in the amount of \$70. Please process said Articles along with the filing fee at your earliest convenience. Once you have processed the Articles, please send a date stamped copy of them to the above referenced address.

Thank you in advance for your attention to this matter. If you have any questions, please contact me.

Sincerely,

A handwritten signature in dark ink, appearing to read "Cory Baird".

Cory Baird  
Attorney at Law

CORY A. BAIRD, ESQ.

cbaird@bairdfirm.com

NATALIE F. BAIRD, ESQ.

nfbaird@bairdfirm.com

**ARTICLES OF INCORPORATION**

**OF**

**MCKEEBY HOLDINGS, INC.**

FILED  
05 JUN 21 10 30  
FALLS CHURCH, VA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I - Name**

The name of this Corporation shall be:

**MCKEEBY HOLDINGS, INC.**

**ARTICLE II - Principal Office**

The address of the principal office and the mailing address of the Corporation are 1669 Belle Isle Circle, Atlanta, GA 30329.

**ARTICLE III - Business and Activities**

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - Capital Stock**

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$.001 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, past or future 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 nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

**ARTICLE V - Term of Existence**

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

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ARTICLE VI - Initial Registered Agent and Street Address

The street address of the initial registered office of this Corporation is 1563 Pinehurst Drive, Casselberry, FL 32707 and the name of the initial registered agent of this Corporation at that address is Charles P. McKeeby.

ARTICLE VII - Directors

- A. The initial number of Directors of this Corporation shall be two.
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. The names and street addresses of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation, or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Benjamin S. McKeeby	1669 Belle Isle Circle, Atlanta, GA 30329
Stacy A. McKeeby	1669 Belle Isle Circle, Atlanta, GA 30329

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
Benjamin S. McKeeby	1669 Belle Isle Circle, Atlanta, GA 30329

The incorporator of this Corporation assigns to this Corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of the Corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

ARTICLE X - Amendment to Articles

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

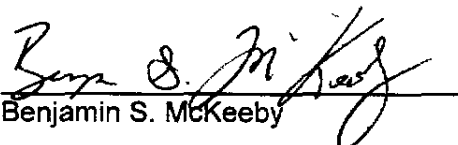
ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XII - Affiliated Transactions

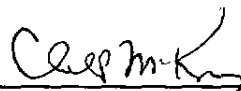
This Corporation expressly elects not to be governed by the provisions of Florida Statute Section 607.0901 dealing with affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of June, 2005.

  
Benjamin S. McKeeby

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties. The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of MCKEEBY HOLDINGS, INC.



Charles P. McKeeby

Date: 5-24-05

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05 JUN 21 / 11 9:30  
TALLAHASSEE, FLORIDA