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05 OCT -6 PM 3:49
CLERK OF COURT
JANUARY 10, 2006

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SAK

COVER LETTER

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

SUBJECT: AC ADVANTAGE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: SCOTT CAMIRE
Name (Printed or typed)

1302 S.W. MAPLEWOOD DRIVE
Address

PORT ST. LUCIE, FL. 34986
City, State & Zip

(772) 336-7366
Daytime Telephone number

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

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

OF

A.C. ADVANTAGE, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is A.C. Advantage, Inc., and its principal place of business shall be located at 1302 S.W. Maplewood Drive, Port St. Lucie, FL 34986.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1302 S.W. Maplewood Drive, Port St. Lucie, FL 34986, and the name of the initial registered agent of this corporation at that address is Scott Camire.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation

shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Scott Camire	1302 S.W. Maplewood Drive Port St. Lucie, FL 34986
Nancy Camire	1302 S.W. Maplewood Drive Port St. Lucie, FL 34986

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Scott Camire President	1302 S.W. Maplewood Drive Port St. Lucie, FL 34986
Nancy Camire Vice President	1302 S.W. Maplewood Drive Port St. Lucie, FL 34986

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Scott Camire	1302 S.W. Maplewood Drive Port St. Lucie, FL 34986

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: October 4, 2005

By Scott Camire
Scott Camire
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

First, that A.C. Advantage, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Scott Camire, located at 1302 S.W. Maplewood Drive, Port St. Lucie, FL 34986, as its agent to accept service of process within Florida.

Dated: October 4, 2005

By Scott Camire
Scott Camire
Incorporator

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: October 4, 2005

By Scott Camire
Scott Camire
Registered Agent

ELECTION UNDER SECTION 1362, INTERNAL REVENUE CODE
"S" CORPORATION ELECTION

RESOLVED that the corporation does elect to be taxed as a small business corporation for income tax purposes under the provisions of Section 1362, Internal Revenue Code as it hereafter exists or is subsequently amended.

FURTHER RESOLVED that the officers of this corporation are to obtain and file within the time required by law, the consent of all shareholders of this corporation to this election and further do such other acts and deeds as may from time to time be required to fully comply with the requirements of Section 1362, Internal Revenue Code.

FURTHER RESOLVED that the officers of this corporation are authorized and directed to execute and file with the Internal Revenue Service any and all proper forms or documents required or necessary, including Form 2553 of the United States Treasury Department, Internal Revenue Service, for this corporation to be taxed as a small business corporation, an "S" corporation under the Internal Revenue Code.

FURTHER RESOLVED that the secretary of the corporation is directed to attach a copy of Form 2553, "Election by Small Business Corporation," to these minutes at the time the form is filed with the Internal Revenue Service.