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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.L. 6-8

HAWKINS, HAWKINS & BURT, LLP.
ATTORNEYS AT LAW
501 SOUTH RIDGEWOOD AVENUE
DAYTONA BEACH, FLORIDA 32114-4986
TELEPHONE: (386) 252- 4499
FAX: (386) 258- 1311
E-MAIL: HHBLAW@earthlink.net

DONALD E. HAWKINS
DAVID A. BURT

Of Counsel:
ALFRED E. HAWKINS
BRUCE G. GABLER
ADMITTED IN PENNSYLVANIA ONLY EMPHASIS IN FEDERAL TAXATION

June 5, 2006

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

Re: Adaptev Corporation

Dear Sir or Madame:

Please find for filing the original and one copy of Articles of Incorporation of the above corporation, together with Certificate of Registered Agent. Also enclosed is a check in the amount of $78.75 to cover the following:

Filing Fee	$ 35.00
Certified Copy of Articles	8.75
Registered Agent	35.00
Total	$ 78.75

Please return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance in this matter.

Very truly yours,

David A. Burt

Enclosures

ARTICLES OF INCORPORATION

OF

ADAPTEV CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be **ADAPTEV CORPORATION**

ARTICLE II - PURPOSE

The purpose of this corporation shall be to conduct any lawful business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of the no par value per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable. The stockholders shall have no preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock.

ARTICLE IV - INITIAL CAPITALIZATION

The amount of capital with which the corporation will begin business shall be and is the sum of One Hundred ($100.00) Dollars.

ARTICLE V - EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V - EFFECTIVE DATE AND EXISTENCE

The corporation shall commence business on July 1, 2006, and shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The principal office of this corporation shall be located in the City of Ormond Beach, County of Volusia, State of Florida, and the post office address of said principal office of the corporation shall be 335 South Atlantic Avenue, Ormond Beach, FL. 32176.

ARTICLE VII - DIRECTORS

The number of directors of this corporation shall be not less than one nor more than nine.

ARTICLE VIII - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors who, subject to the provisions of the by-laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

Name	*Post Office Address*
Patricia J. Burt	335 South Atlantic Avenue Ormond Beach, Florida 32176

ARTICLE IX - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation is as follows:

Name	*Post Office Address*
Patricia J. Burt	335 South Atlantic Avenue Ormond Beach, Florida 32176

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE XI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered office and initial registered agent are as follows:

David A. Burt, Hawkins, Hawkins & Burt, LLP
501 South Ridgewood Avenue
Daytona Beach, FL 32114

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 4th day of June, 2006, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

Patricia J. Burt

ACCEPTANCE OF APPOINTMENT BY

REGISTERED AGENT

Having been named to accept service of process for David A. Burt, [illegible] at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).

David A. Burt

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