

PO0000047247

TRANSMITTAL LETTER

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

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-05/08/00--01123--009
*****87.50 *****87.50

SUBJECT: EDMUNDS ENTERPRISES of America, 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: TERENCE J. EDMUNDS
Name (Printed or typed)

3039 ETTA CIR.
Address

DELTONA, FL 32738-7202
City, State & Zip

407-444-7354
Daytime Telephone number

Terence J. Edmunds
GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 5-11-00
DOC. EXAM WV

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

5-11
2424

ARTICLES OF INCORPORATION OF

EDMUNDS ENTERPRISES OF AMERICA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

EDMUNDS ENTERPRISES OF AMERICA, INC.

ARTICLE II - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal place of business and the initial registered office of the corporation shall be:

3039 Etta Circle
Deltona, Florida 32738-7202

and the name of the initial Registered Agent for the corporation at that address is:

Terence J. Edmunds

ARTICLE III - PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in the business of providing computer software and data, distributed on high capacity computer media through a mail order process from an Internet commerce site.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - OFFICERS/DIRECTORS

This corporation shall have a minimum of 2 director(s). The initial Board of Directors shall consist of:

Terence J. Edmunds	3039 Etta Circle	Deltona, FL 32738-7202
Charlon S. Edmunds	3039 Etta Circle	Deltona, FL 32738-7202

ARTICLE VI - INCORPORATOR

The names and addresses of each of the incorporators are:

Terence J. Edmunds	3039 Etta Circle	Deltona, FL 32738-7202
Charlon S. Edmunds	3039 Etta Circle	Deltona, FL 32738-7202

ARTICLE VII - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IX - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive

of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE X - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Terence J. Edmunds
Terence J. Edmunds
Signature/Registered Agent

5/3/00
Date

Terence J. Edmunds
Terence J. Edmunds
Signature/Incorporator

5/3/00
Date

Charlon S. Edmunds
Charlon S. Edmunds
Signature/Incorporator

5/3/00
Date