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TRANSMITTAL LETTER

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

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-05/04/00--01051--003
*****87.50 *****87.50

SUBJECT: NEW Horizons Services, 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: Kimberly Jackson
Name (Printed or typed)

1651 North Seacrest Blvd.
Address

Boynton Beach, FL 33435
City, State & Zip

561 732-8385
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 16 AM 10:34

FILED

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 8, 2000

KIMBERLY JOHNSON
1651 N. SEACREST BLVD.
BOYNTON BEACH, FL 33435

SUBJECT: NEW HORIZONS CONSULTING SERVICES, INC.
Ref. Number: W00000011980

We have received your document for NEW HORIZONS CONSULTING SERVICES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 000A00025466

New Horizons, Inc.

1651 N Seacrest Blvd.
Boynton Beach, Florida 33435

Phone (561) 732-8385

May 11, 2000

Florida Department of State
Division of Corporations
c/o Teresa Brown, Corporate Specialist
P.O. Box 6327
Tallahassee, Florida 32314

Ref. Number W00000011980

Dear Ms. Brown,

Pursuant to our phone conversation, the necessary changes have been made. The new name will be New Horizons, Inc. and the articles read principal and registered address. I hope these changes are sufficient for filing.

Sincerely,


Kimberly Jackson

ARTICLES OF INCORPORATION
OF

New Horizons Services, Inc.

FILED
00 MAY 16 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **Name.**

The name of the Corporation is New Horizons Services, Inc.

2. **Principal Office and Registered Agent.**

Its principal and registered office in the State of Florida is 1651 North Seacrest Blvd., in the City of Boynton Beach, County of Palm Beach. The name of its registered agent at such address is Kimberly Jackson.

3. **Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. **Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is 10, all of which are to be common stock with no par value.

5. **Incorporator.**

The name and mailing address of the incorporator is: Richard B. Jackson, 1651 North Seacrest Blvd., Boynton Beach, Florida 33435.

6. **Existence.**

The Corporation is to have perpetual existence.

7. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. **Management.**

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in

the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

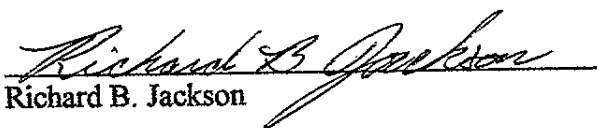
(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 11 day of MAY, 2000.


Richard B. Jackson

ARTICLES OF INCORPORATION

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 617.0501, Florida Statutes, the following is submitted:

That NEW HORIZONS ^{SERVICES, INC.,} desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Boynton Beach, Palm Beach County, State of Florida has names KIMBERLY JACKSON as its agent to accept service with this State

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation at the place designated in the certificate, the undersigned agrees to act in this capacity, and agrees to comply with provisions of Florida law relative to keeping the designated office open.

Kimberly Jackson 5/1/00
SIGNATURE DATE

FILED
00 MAY 16 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA