

P00000074616

TRANSMITTAL LETTER

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

FILED
00 AUG -7 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: MEMORIAL PARK, INC.
(Proposed corporate name - must include suffix)

30000333643--6
-07/24/00--01122--002
*****78.75 *****78.75

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: MICHAEL E. FERGUSON
Name (Printed or typed)

860 NE 80 STREET
Address

MIAMI FL 33133-4628
City, State & Zip

305-210-9791
Daytime Telephone number

789,2551,505,2550
W00-18577

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

D. BROWN AUG - 7 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 26, 2000

MICHAEL E. FERGUSON
860 N E 80TH STREET
MIAMI, FL 33138-4628

SUBJECT: MEMORIAL PARK
Ref. Number: W00000018577

We have received your document for MEMORIAL PARK and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 700A00040662

ARTICLES OF INCORPORATION OF
Memorial Park, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the provisions of The Florida Statutes, and other laws of the State of Florida.

ARTICLE I
NAME

The name of this Corporation is **Memorial Park, Inc.**

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of all business allowable under the laws of the State of Florida, and the United States of America.

To invest the funds of this Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the profitable operation of the business.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE III
CAPITAL STOCK

(a) Authorized Capital. The corporation is authorized to have outstanding at any one time the following shares of common stock:

- (i) **Class A Voting Stock.** The corporation is authorized to have outstanding at

anyone time a maximum of 200,000 shares of Class A Common Stock with a par value of \$0.01 per share. Each share of the corporation's Class A Voting Stock shall have one (1) vote in all corporate matters for which shareholders shall have voting rights granted by these Articles, by the corporation's Bylaws or by Florida Law.

- (ii) **Class B Nonvoting Stock.** The corporation is authorized to have outstanding at anyone time a maximum of 200,000 shares of Class B Common Stock with a par value of \$0.01 per share. Class B Voting Stock shall have no voting rights.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this Corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE V TERM OF EXISTENCE

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter, unless sooner dissolved according to law.

ARTICLE VI ADDRESS

The initial post office address of the principal office of this Corporation in the State of Florida is 860 NE 80 Street, Miami, Fl., 33138-4628. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

This Corporation shall have two (2) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

ARTICLE VIII INITIAL DIRECTORS AND REGISTERED AGENT

The name and post office address of the member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
Michael E. Ferguson	860 NE 80 Street, Miami, Fl., 33138-4628
Sharron E. Ferguson	860 NE 80 Street, Miami, Fl., 33138-4628

The name and street address of the initial Registered Agent is:

<u>NAME</u>	<u>ADDRESS</u>
Michael E. Ferguson	860 NE 80 Street, Miami, Fl., 33138-4628

ARTICLE IX **SUBSCRIBERS**

The name and post office address of the subscriber to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Michael E. Ferguson	860 NE 80 Street, Miami, Fl., 33138-4628

ARTICLE X **VOTING TRUSTS**

No Shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE XI **CUMULATIVE VOTING FOR DIRECTORS**

Cumulative voting shall not be permitted.

ARTICLE XII **CONTRACTS**

This Corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such Shareholder as should desire to sell, transfer, or otherwise dispose of this shares, in accordance with the Bylaws adopted by the Shareholders of this Corporation setting forth the terms and conditions of such purchases; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any Shareholder who dies, in accordance with the Bylaws adopted by the Shareholders of this Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. a pension plan;
2. a profit sharing plan,
3. a stock bonus plan;
4. a thrift and savings plan;
5. a restricted stock option plan; or
6. other retirement or incentive compensation plans.

ARTICLE XIII **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Shareholders are subject to this reservation.

ARTICLE XIV **PREEMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, 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 which it is offered to others.

IN WITNESS WHEREOF, I, the subscriber, have executed these Articles of Incorporation this
____ day of _____, 200 ____.

STATE OF FLORIDA :
: ss:
COUNTY OF :

BEFORE ME, the undersigned authority, personally appeared
Michael Ferguson, who is personally known to me or who
produced _____ as identification, and he acknowledged before
me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at
_____, Miami-Dade County, Florida, this 11 day of
July, 192000

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



Norma D. Furbert
Commission # CC 920244
Expires March 20, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR **Memorial Park, Inc.**
AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY
ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS
OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Registered Agent _____

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