

TRANSMITTAL LETTER

PO1000020867

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

SUBJECT: Paperchase, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003673610--6
-02/12/01--01016--003
*****87.50 *****87.50

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: Roger MacClellan
Name (Printed or typed)
10329 Green Links Dr.
Address
Tampa, FL 33626
City, State & Zip
813 789-6235
Daytime Telephone number

FILED
01 FEB 27 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

W1-3254
TS
T. SMITH FEB 27 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 12, 2001

ROGER MACCLELLAN
10329 GREEN LINKS DR
TAMPA, FL 33626

SUBJECT: PAPERCHASE, INC.
Ref. Number: W01000003254

We have received your document for PAPERCHASE, 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):

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 601A00008589

**ARTICLES OF INCORPORATION
OF
ANNI'S PAPERCHASE, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I – NAME

The name of the Corporation shall be **ANNI 'S PAPERCHASE, INC.**

ARTICLE II – PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity of business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLES III – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV – PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation shall be 10329 Green Links Drive, Tampa, Florida 33626.

ARTICLE V – MAILING ADDRESS OF CORPORATION

The mailing address of the Corporation shall be 10329 Green Links Drive, Tampa, Florida 33626.

ARTICLE VI – REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 10329 Green Links Drive, Tampa, Florida 33626.

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TALLAHASSEE FLORIDA

Section 2. The name of the initial registered agent of the Corporation located at said address shall be **ROGER C. MACCLELLAN**

ARTICLE VII – CAPITAL STOCK

The authorized capital stock of the Corporation shall be 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VIII – BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
ANNI MACCLELLAN	10329 Green Links Drive Tampa, Florida 33626
ROGER MACCLELLAN	10329 Green Links Drive Tampa, Florida 33626

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE IX – BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors of the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

ARTICLE X – OFFICERS

Section 1. The officers of the Corporation shall be a President, Vice-President, a Secretary, and a treasurer. Such other officers, assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time.

Section 2. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<u>Office</u>	<u>Name</u>
President	Anni MacClellan
Vice President	Roger MacClellan

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws, and shall serve until their successors are chosen and qualify.

Section 4. The officers shall have such duties, responsibilities, and powers as provided by the Bylaws.

ARTICLE XI – INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Roger MacClellan	10329 Green Links Drive Tampa, FL 33626

ARTICLE XII – ELECTIONS REGARDING CERTAIN PROVISIONS OF THE FLORIDA STATUTES

Section 1. Pursuant to Section 607.0901 of the Florida Statutes, unless certain conditions are satisfied or unless these Articles of Incorporation contain a provision expressly electing not to be governed by Section 607.0901, an affiliated transaction shall only be approved by an affirmative vote of the holders of two thirds (2/3) of the voting shares other than the shares beneficially owned by the interested shareholder. For purposes of this Corporation, Section 607.0901 of the Florida Statutes shall not apply.

Section 2. Pursuant to Section 607.0902 of the Florida Statutes, unless otherwise provided in these Articles of Incorporation or Bylaws of this Corporation before a control-share acquisition has occurred, in the event control shares acquired in a control-

share acquisition are accorded full voting rights and the acquiring person has acquired control shares with a majority or more of all voting power, all shareholders of an issuing public corporation shall have dissenters' rights to receive the fair value of their shares as provided by law. For purposes of this Corporation, Section 607.0902 of the Florida Statutes shall not apply.

IN WITNESS WHEREOF, for purposes of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation of this 6th day of February, 2001.



Roger MacClellan, Incorporator

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the state of Florida and evidencing the registered agent's acceptance of that position.

1. The name of the Corporation is **ANNI'S PAPERCHASE, INC.**
2. The name and address of the
Registered agent and office is:

Roger MacClellan
10329 Green Links Drive
Tampa, FL 33626

Signature: _____

Roger MacClellan

Title: Incorporator

Date: February 6, 2001

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 HEAREBY ACCEPT THE APPOINTMENT AS REGISTERE AGENT AND 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.

Signature: _____

Roger MacClellan

Date: February 19, 2001

FILED
01 FEB 27 AM 11:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA