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Wm Lance Gerlin  
Requester's Name

1557 Chittels Dr  
Address

Tallahassee FL 32307 913-0142  
City/State/Zip Phone #

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02 JAN 18 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Cleve, Inc (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

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DIVISION OF CORPORATION

☒ Walk in

☒ Pick up time Thursday

☒ Certified Copy

☐ Mail out

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☒ Certificate of Status

NEW FILINGS

- ☒ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

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Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
CLEVE, INC.**

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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 **Cleve, Inc.**

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity or business permitted under the laws of the United States and this State.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of Common Stock with a par value of \$1.00 per share.

All aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services at a just valuation to be fixed by the Incorporator or, by the Directors at a meeting called

for such purpose.

#### **ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is not less than One Thousand Dollars (\$1,000).

#### **ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI - INITIAL STREET ADDRESS**

The initial street and mailing address of the principal office of this corporation is:

1557 Cristobal Dr.  
Tallahassee, FL 32303

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 one (1) Director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. Directors need not be stockholders.

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or

officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability as to which he shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his or her duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any director of the corporation which is also a director or officer of such other

corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or, not so interested.

#### **ARTICLE VIII - INITIAL DIRECTORS**

The name and address of the member of the First board of Directors is:

William Lance Gerlin  
1557 Cristobal Dr.  
Tallahassee, FL 32303

#### **ARTICLE IX - SUBSCRIBERS**

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

William Lance Gerlin  
1557 Cristobal Dr.  
Tallahassee, FL 32303

#### **ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Stockholders.

#### **ARTICLE XI - CALLING OF SPECIAL MEETING**

Special meetings of the stockholders may be called by a majority of the

stockholders.

## **ARTICLE XII - STOCKHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

## **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 stockholders and, approved at a Stockholders' Meeting by the majority of the holders of the stock entitled to vote thereon.

## **ARTICLE XIV - DATE OF COMMENCEMENT**

The date of commencement of the corporate existence of this corporation shall be upon filing hereof in the Office of the Secretary of the State.

**IN WITNESS WHEREOF**, the Subscriber to these Articles of Incorporation has hereunto set his hand and seal this 18th day of January, 2002.

  
William Lance Gerlin

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Cleve, Inc.

2. The name and address of the registered agent and office is:

Wm Lance Gerlin  
(NAME)

1557 Cristobal Dr  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, FL 32303  
(CITY/STATE/ZIP)

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*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 hereby accept the appointment as registered 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.*

Wm Lance Gerlin  
(SIGNATURE)

1/18/02  
(DATE)