

P02000014702

TRANSMITTAL LETTER

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

APPROVED
AND
FILED
02 FEB -8 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT:

When the Smoke Clears, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 W. Parrish, Jr.

Name (Printed or typed)

17 N. Madison St.

Address

Quincy, FL 32351

City, State & Zip

850/ 627-0742

Daytime Telephone number

RECEIVED

02 FEB -8 PM 1:05

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

600004897026--7
-02/08/02--01046--005
*****78.75 *****78.75

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

Handwritten signature and date 2/8

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ARTICLES OF INCORPORATION

OF

When the Smoke Clears, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes (2000), the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is When the Smoke Clears, Inc.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles with the Florida Department of State.

ARTICLE III

The mailing address and the street address of the principal office of the Corporation is 17 North Madison Street, Quincy, Florida 32351.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 17 North Madison Street, Quincy, Florida 32351. The initial registered agent for the Corporation at that address is Michael W. Parrish, who is also the incorporator of this Corporation.

ARTICLE VI

This corporation shall not have more than 75 shareholders, and each shareholder must be an individual, a decedent's estate or a trust authorized by the Internal Revenue Code to own "S" Corporation stock.

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII

Each shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of any shares, warrants or obligations, including any instrument conferring on the holder the right to subscribe for or purchase share from the Corporation, the Corporation may issue or sell.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on February 7, 2002.

Incorporator: Michael W. Parrish Jr.
MICHAEL W. PARRISH

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for When the Smoke Clears, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under 607.0501(3), Florida Statutes (2000).

Registered Agent: Michael Parrish Jr.
MICHAEL W. PARRISH

Date: February 7, 2002

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