

D02000016929

Requester's Name

RUSTI EDWARDS BROWN

309 43rd STREET WEST
BRADENTON, FLORIDA

FILED
02 FEB 11 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

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

Examiner's Initials

NB2/14^v

ARTICLES OF INCORPORATION
OF
JB'S CARPENTRY COMPANY, INC.

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TALLAHASSEE, FLORIDA

We, the undersigned incorporation, hereby associate ourselves together and make subscribe, acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida,

ARTICLE I

NAME

The name of this corporation shall be:

JB'S CARPENTRY COMPANY, INC.

ARTICLE II

BUSINESS-OBJECTS-OR-PURPOSE-

The general nature at the business to be transacted by this corporation, at the objects or purpose of the corporation shall be as follows:

- (A) To do carpentry work on houses, garages, business buildings etc or other;
- (B) To generally engage in, and perform, any enterprises act or vocation that a natural person might or could do or perform;
- (C) To perform, purchase or otherwise acquire, to own, mortgage, pledge, sell, assign or otherwise dispose of, and to invest, trade, deal in and deal with carpentry work of every class and description;
- (D) To purchase, lease and hold real and personal property and any and every estate and interest therein and choose in action secured thereby, to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property, and to transact all or any other business which may be necessary or incidental or proper to the exercise or any and all of the aforesaid purpose of the corporation;
- (E) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporation rights, privileges or franchises, or not any other lawful purposes, to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or times secured by mortgages or otherwise;
- (F) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds issued by, or evidence of indebtedness created by, any other corporation or all the rights, powers and privileges of ownership, including the right to vote thereon;
- (G) To purchase, sell and transfer shares of its own capital stock;

- (H) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses or other rights or interest therein and thereunder;
- (I) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of Florida upon corporations formed under the general corporations acts of the State of Florida, and any amendments thereto, and to do any and all things herein before set forth to the some extent as a natural person might or could do;

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

CAPITAL STOCK

- (A) The total numbers of shares of capital stock authorized to be issued by the corporation shall be 25 shares having a par value of \$20.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or service at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.
- (B) In the election of directors of this corporation there shall be no cumulative voting of the stock intitled to vote at such election.
- (C) The holders of the stock of the corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the share originally subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, service or any other consideration and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business will be Five Hundred Dollars (\$500.00).

ARTICLE V

EXISTENCE OF CORPORATION

This corporation shall have peretual existence.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of this corporation shall be located at 309 43rd Street West, Bradenton, Florida, but the corporation shall have the power to relocate principal office or establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than three (3) and not more than five (5) members, the members of this same to be fixed by the stockholders or by the corporation by-laws. Each of the said directors shall be of full age and least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of majority of the directors present a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meeting of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders at this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

FIRST BOARD OF DIRECTORS

The names and addresses of the members of the first board of directors of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation, or until an election is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>	
RUSTI EDWARDS BROWN	309 43rd STREET WEST BRADENTON, FLORIDA	PRESIDENT
JOHN DAVID BROWN	309 43rd STREET WEST BRADENTON, FLORIDA	VICE PRESIDENT
MATTHEW CORDES BROWN	309 43rd STREET WEST BRADENTON, FLORIDA	SECRETARY- TREASURER

ARTICLE IX

SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
RUSTI. EDWARDS BROWN	309 43rd STREET WEST BRADENTON, FLORIDA
JOHN DAVID BROWN	309 43rd STREET WEST BRADENTON, FLORIDA
MATTHEW CORDES BROWN	309 43rd STREET WEST BRADENTON, FLORIDA

ARTICLE X

TRANSACTIONS WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation, any director individually, or any firm of which any directors may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transactions of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any directors of this corporation who is also a director or officer or such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

BY-LAWS

- (A) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the board of directors of this corporation; provided, however, that any by-laws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-laws which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.
- (B) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this state or the United States.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stock holders herein are subject to this reservation.

DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 24.091, Florida Statutes, the following is submitted in compliance with said act :

that the JB'S CARPENTRY COMPANY desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the city of Bradenton, county of Manatee, State of Florida, has named Rusti Edwards Brown, located at 309 43rd Street West, city of Bradenton, county of Manatee, State of Florida as its agent to accept service of process within its state.

ACKNOWLEDGEMENT

Having been named to accept Service of process for the above stated Corporation at place designated in this certificate, we hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles for the uses and purposes therein stated.

Rusti Edwards Brown
Rusti Edwards Brown
INCORPORATOR/REGISTERED AGENT

John David Brown
John David Brown

Matthew Cordes Brown
Matthew Cordes Brown

Andrea B. Galey
WITNESS:

STATE OF FLORIDA

COUNTY OF MANATEE

BEFORE ME, the undersigned authority, on this 5th day of Feb., 2002, personally appeared Rusti Edwards Brown, John David Brown, Matthew Cordes Brown, to me well known to be the persons described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that they excuted the same freely and voluntarily, for the uses and purposes therein, expressed.

WITNESS my hand and official seal the date aforesaid.

Andrea B. Galey
NOTARY PUBLIC

My Commission Expires:

