

# P02000020510

## ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

**FILED**  
02 FEB 22 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1- DAVIS PREMEDIA, INC.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☐ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

#### NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

#### AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

#### OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

#### REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-02/22/02--01075--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Examiner's Initials

J. BRYAN FEB 22 2002

**ARTICLES OF INCORPORATION**

**OF**

**DAVIS PREMEDIA, INC.**

**a Florida corporation**

Article I

Name

The name of the corporation is DAVIS PREMEDIA, INC..

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

Article V

Initial Registered Office and Agent

The initial registered office of this corporation is 1209 North Olive Avenue, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is Peter J. Malecki, Esquire. The principal office of this corporation and the mailing address of this corporation is 1145 Watertown Road, Lake Park, Florida 33403.

Article VI

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one

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(1). The name and address of the initial directors of this corporation are:

Name

Address

Michael P. Davis, President

1145 Watertown Road  
Lake Park, FL 33403

Article VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be February 19, 2002.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of February, 2002.

  
PETER J. MALECKI, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21 day of February, 2002, by PETER J. MALECKI, ESQ. who is personally known to me and who did not take an oath.



  
NOTARY PUBLIC

Printed Name of Notary: \_\_\_\_\_

Commission No.: \_\_\_\_\_

Commission Expiration: \_\_\_\_\_

(NOTARIAL SEAL)

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

Pursuant to the provisions of Section 607.050, and 48.091, 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: DAVIS PREMEDIA, INC.

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

PETER J. MALECKI, ESQUIRE

(NAME)

1209 North Olive Avenue

(STREET ADDRESS)

West Palm Beach, Florida 33401

(CITY/STATE/ZIP)

  
\_\_\_\_\_  
PETER J. MALECKI, ESQUIRE

TITLE Incorporator

DATE 2/19/2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

  
\_\_\_\_\_  
PETER J. MALECKI, ESQUIRE

DATE 2/19/2002

## ASSIGNMENT

The undersigned, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt whereof is acknowledged, has sold, assigned, transferred and set over and by these presents does sell, assign, transfer, and set over, without recourse, unto Michael P. Davis, all of the rights of the undersigned, if any, to subscribe to the common stock of DAVIS PREMEDIA, INC., a corporation organized under the laws of the State of Florida, or as an incorporator hereof.

Dated the 19<sup>th</sup> day of February, 2002.

  
\_\_\_\_\_  
PETER J. MALECKI, ESQUIRE

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