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JO CLAIRE SPEAR, P.A.

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p. 1

Division of Corporations

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Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

JOEY COLEMAN ENTERPRISES, INC.

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SECRETARY OF STATE  
AUDIT #H02000147069  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**JOEY COLEMAN ENTERPRISES, INC.**

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby agree to the following:

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is JOEY COLEMAN ENTERPRISES, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II**

**INITIAL PRINCIPAL OFFICE  
AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is 6513 48th Avenue North, St. Petersburg, Florida 33709-3107.

**ARTICLE III**

**COMMENCEMENT DATE AND DURATION**

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida, commencing as of the date on which these Articles of Incorporation are filed with the Florida Department of State.

**ARTICLE IV**

**POWERS AND NATURE OF BUSINESS**

This Corporation is entitled to conduct any and all business activities permitted by the laws of the State of Florida.

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act, and otherwise have and exercise all powers, rights, and privileges necessary, suitable, convenient, or proper for the accomplishment of any of the purposes, or the attainment of any or all of the objects hereinbefore enumerated or

Prepared By and Return To:  
Jo Claire Spear, Esq. Fla. Bar #0847781  
9410 International Court North  
St. Petersburg, FL 33716

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incidental to the purposes and powers herein named, or for the enhancement of the value of any property of the Corporation or which at any time appear conducive thereto or expedient.

## ARTICLE V

### CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common voting stock having a par value of \$1.00 per share.

## ARTICLE VI

### INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is Joseph S. Coleman, and the street address of the initial registered office of the Corporation is 6513 48th Avenue North, St. Petersburg, Florida 33709-3107.

## ARTICLE VII

### DIRECTORS

A Board of Directors shall manage the business and affairs of the Corporation. The members of the Board of Directors shall hereinafter be referred to as Directors. Directors shall be elected and shall hold office as provided in the Bylaws.

This Corporation shall have one (1) Director initially. The name and address of the initial member of the Board of Directors of this Corporation is as follows:

Joseph S. Coleman  
6513 48<sup>th</sup> Avenue North  
St. Petersburg, FL 33709-3107

The number of Directors shall be as provided in the Bylaws of the Corporation, but shall never be less than one (1).

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**ARTICLE VIII****OFFICERS**

The officers of the Corporation shall be a President, a Secretary, and a Treasurer. The Board of Directors may elect or appoint such other officers, assistant officers, and agents as the Directors deem necessary. The officers shall have such duties, responsibilities, and powers as provided by the Bylaws.

The name, address, and titles of the initial officers of this Corporation are as follows:

Joseph S. Coleman  
6513 48<sup>th</sup> Avenue North  
St. Petersburg, Florida 33709-3107

President, Secretary, Treasurer

**ARTICLE IX****AMENDMENTS TO ARTICLES OF  
INCORPORATION AND BYLAWS**

The Board of Directors may amend these Articles of Incorporation, without action of the shareholders, for matters specified under Section 607.1022 of the Florida Statutes; otherwise, the Board of Directors and the shareholders may amend these Articles as provided by law. If no shares have been issued, the Board of Directors or the Incorporators have the power to amend these Articles of Incorporation as provided by Section 607.1005 of the Florida Statutes.

Following the filing of these Articles of Incorporation, the Board of Directors, by appropriate action, shall adopt initial Bylaws for the Corporation. The Board of Directors or the shareholders may adopt, alter, amend or repeal the Bylaws of the Corporation in accordance with the provisions of the Bylaws. 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.

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## ARTICLE X

### INCORPORATORS

The name and address of the person signing these Articles, as incorporator, is as follows:

Joseph S. Coleman  
6513 48<sup>th</sup> Avenue North  
St. Petersburg, Florida 33709-3107

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, as Incorporator and Director, for the purpose of forming JOEY COLEMAN ENTERPRISES, INC. as a corporation under Chapter 607 of the Florida Statutes.



Joseph S. Coleman, as Incorporator  
and Director  
Date: June 3, 2002

### CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, 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.



Joseph S. Coleman  
Registered Agent  
Date: June 3, 2002

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