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PICK-UP WAIT MAIL

(Business Entity Name)

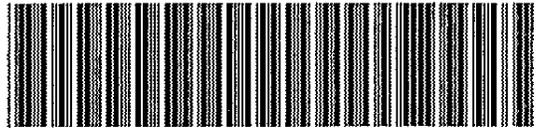
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Absher Design Group, 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

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Marc F. Oates, P.A.
Name (Printed or typed)

10001 TAMiami Trail North
Address Suite 119

NAPLES, FL 34108
City, State & Zip

239-593-3174
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
ABSHER DESIGN GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is:

ABSHER DESIGN GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the Corporation is **5871 20th Avenue, NW, Naples, Florida 34119** and the mailing address of the Corporation is **5871 20th Avenue, NW, Naples, Florida 34119**.

ARTICLE III - PURPOSE

The general nature of the purposes for which the Corporation is organized include the following:

- A. To engage in the business of graphic design, marketing, advertising, and publications.
- B. To engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- D. This Corporation shall have a perpetual existence.

ARTICLE IV - SHARES

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and such shareholder shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares of stock.

ARTICLE V - PAR VALUE

The shares of the Corporation shall have a par value of \$1.00 per share.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **10001 Tamiami Trail, N., Suite 119, Naples, Florida 34108**, and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

ARTILCE VII – INITIAL OFFICERS/DIRECTORS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names and address of the persons who are to serve as Officers of the Corporation are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Lisa Cataldo-Absher	5871 20 th Avenue, NW, Naples, Florida 34119.
VP	Lisa Cataldo-Absher	5871 20 th Avenue, NW, Naples, Florida 34119.
Secretary	Lisa Cataldo-Absher	5871 20 th Avenue, NW, Naples, Florida 34119.
Treasurer	Lisa Cataldo-Absher	5871 20 th Avenue, NW, Naples, Florida 34119

Section 3. The names of the persons who are to serve as Directors of the Corporation are as follows:

<u>Director Name:</u>	<u>Address:</u>
Lisa Cataldo-Absher	5871 20 th Avenue, NW, Naples, Florida 34119.

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator is:

Marc F. Oates, P.A.
Marc F. Oates, Esq.
10001 Tamiami Trail N., Ste. 119
Naples, FL 34108

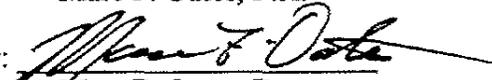
ARTICLE IX – BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporator, have hereunto set our hands and seals, this 30th day of October, 2002, for the purpose of forming this Corporation under the laws of the State of Florida.

Marc F. Oates, P.A.

By:

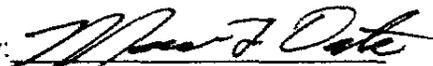

Marc F. Oates, Esq.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

Marc F. Oates, P.A.

By:


Marc F. Oates, Esq.

Its:

President/Director

Date: October 30, 2002.

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TALLAHASSEE FLORIDA