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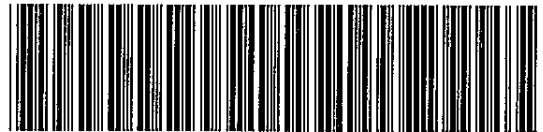
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: **HENRY & ERNIE SUBS, INC.**
(proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Incorporation for above corporation and check in the amount of \$70.00.

FROM: Donald L. Drummond, E.A.
103 Edwards Road
Starke, FL 32091
(904) 964-8335

Note: Additional copy of Articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION
HENRY & ERNIE SUBS, INC.,

ARTICLE I – NAME

The name of this corporation is **HENRY & ERNIE SUBS, INC.**

ARTICLE II – DURATION

The duration of this corporation shall commence upon acceptance and shall be perpetual.

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 500 shares of \$1.00 (one thousand dollars) par value common stock.

ARTICLE V – MAILING ADDRESS

The principal office of the corporation shall be 1209 Harley Circle, Starke, FL 32091 and the mailing address of the corporation is 1209 Harley Circle, Starke, Florida 32091.

ARTICLE VI –

INITIAL REGISTERED AGENT – DESIGNATION AND ACCEPTANCE

The name and address of the initial registered agent and office of this corporation is:

Donald L. Drummond, E.A.
103 Edwards Road
Starke, FL 32091

Donald L. Drummond, E.A. signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by Section 607.0202 and Section 621, Florida Statutes.

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TALLAHASSEE, FLORIDA

I hereby accept the appointment as Registered Agent of **HENRY & ERNIE SUBS, INC.**
and agree to act in that capacity.


DONALD L. DRUMMOND, E.A.

ARTICLE VII – INCORPORATOR AND INITIAL BOARD OF DIRECTORS

The name and address of the directors of this corporation who are signing these Articles
of Incorporation is as follows:

Sara J. Wilson
1209 Harley Circle
Starke, Florida 32091

Henry C. Wilson
1209 Harley Circle
Starke, FL 32091

This corporation shall have two (2) directors initially. The number of directors may be
increased from time to time by the By-Laws, but shall never be less than one (1) and the
method of election of directors shall be governed by the By-Laws.

ARTICLE VIII – BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of
Directors and the Shareholders.

ARTICLE IX – INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director
to the full extent permitted by law.

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TALLAHASSEE, FLORIDA

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ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of November, 2002.

Sara J. Wilson
SARA J. WILSON, President

Henry C. Wilson
HENRY C. WILSON, Secretary

**STATE OF FLORIDA
COUNTY OF BRADFORD**

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Sara J. Wilson and Henry C. Wilson who are either personally ~~known to me~~ or who have produced _____ as identification and who acknowledged before me that they are the people who executed the foregoing Articles of Incorporation. They did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 12th day of November, 2002.

CAROLE K. DeCelle
Print Name of Notary

Carole K. DeCelle
Notary Public (Signature)
State of Florida at Large
My Commission Expires 5/23/06

