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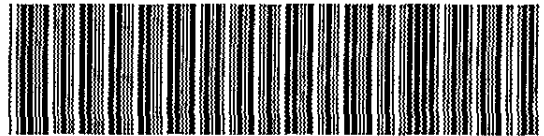
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL 32310

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TRANSMITTAL LETTER

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

SUBJECT: MERIDIAN TELESYSTEMS, 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

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: RICHARD M. BROTHERS
Name (Printed or typed)

1312 ILLINOIS AVE., #E
Address

ST. CLOUD, FL 34769
City, State & Zip

(407) 891-7055
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
MERIDIAN TELESYSTEMS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. - NAME

The name of this corporation shall be Meridian TeleSystems, Inc.

ARTICLE II - COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be 1312 Illinois Avenue, Suite E, St. Cloud, Florida 34769. The mailing address shall be P.O. Box 700426, St. Cloud, Florida 34770-0426.

ARTICLE IV - PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE V - CAPITAL STOCK

This corporation shall have the authority to issue 1,000 no par value shares of common capital stock.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VII – TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

“These Shares Are Held Subject To Certain Transfer Restrictions Imposed by This Corporation's Articles of Incorporation, A copy of Which Is On File At This Corporation's Principal Office.”

ARTICLE VIII – OFFICERS/DIRECTORS

This number of directors on this corporation's Initial Board of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as President and Director of the Initial Board of Directors is Richard M. Brothers, 1312 Illinois Avenue, Suite E, St. Cloud, Florida 34769.

ARTICLE IX – INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X – INITIAL REGISTERED AGENT

The name and Florida street address of the initial Registered Agent is Richard M. Brothers, 1312 Illinois Avenue, Suite E, St. Cloud, Florida 34769.

ARTICLE XI – INCORPORATOR

The name and address of the Incorporator is Richard M. Brothers, 1312 Illinois Avenue, Suite E, St. Cloud, Florida 34769.

ARTICLE XII – AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Richard M. Brothers – Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Meridian TeleSystems Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Meridian TeleSystems Inc.


Richard M. Brothers – Registered Agent

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TALLAHASSEE, FLORIDA