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SECRETARY OF STATE
TALLAHASSEE, FL

W03-18175
8/6/03

June 19, 2003

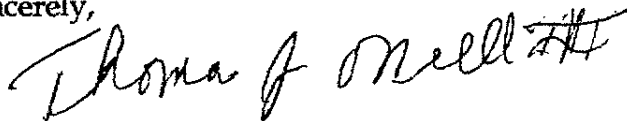
Department of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **T M ENTERPRISES, Investments, and Notes, Inc.**

Enclosed you will find the original and one (1) copy of the proposed Articles of Incorporation for T M ENTERPRISES, INC., together with a check in the amount of \$78.75, for registration of said corporation, and a Certified Copy of said Articles.

Thank you for your consideration.

Sincerely,

A handwritten signature in black ink that reads "Thomas J. O'Neill III". The signature is written in a cursive style with a stylized "H" at the end.

Thomas J. O'Neill, III
2316 Del Webb Boulevard West
Sun City Center, Florida 33573



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 25, 2003

THOMAS J. O'NEILL, III
2316 DEL WEBB BLVD. WEST
SUN CITY CENTER, FL 33573

SUBJECT: T M ENTERPRISES, INC.
Ref. Number: W03000018175

We have received your document for T M ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filings Section

Letter Number: 003A00038615

ARTICLES OF INCORPORATION

OF

TM ENTERPRISES, INVESTMENTS, AND NOTES, INC.

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file, with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

TM ENTERPRISES, INVESTMENTS, AND NOTES, INC.

ARTICLE II

Business, Objects or Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

- a) To engage in any business, commercial, industrial or agricultural, calculated or designed to be profitable to this corporation;
- b) Generally, to engage in, do and perform, any enterprise, act or vocation that a natural person might or could do or perform, including, but not limited to, investments;
- c) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporation rights, privileges or franchises, or for any other lawful purposes; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness, payable at a specified time or times, secured by mortgage or otherwise;
- e) To purchase, sell and transfer shares of its own capital stock;
- f) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any other licenses or other rights or interest therein and thereunder;

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SECRETARY OF STATE
TAMPA, FLORIDA

g) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of the State of Florida upon corporations formed under the general corporation acts of the State of Florida, and any amendments thereto, and to do any and all things hereinbefore set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers; and, it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict, in any manner, the powers of this corporation.

ARTICLE III Capital Stock

The total number of shares of capital stock authorized to be issued to the corporation shall be One Hundred (100) shares, having a par value of Ten (\$10.00) Dollars per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, in labor or services, or for written promises to perform services in the future, at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock shall be paid for when issued, and shall be non-assessable.

ARTICLE IV Capital To Begin Business

The amount of capital with which this corporation will begin business will be One Thousand (\$1,000.00) Dollars

ARTICLE V Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI Principal Office

The principal office of this corporation shall be located at 2316 Del Webb Boulevard West, Sun City Center, Florida 33573, but the corporation shall have the power to relocate its principal office within the State of Florida, as may be determined and deemed expedient.

ARTICLE VII
Board of Directors

There shall be a Board Of Directors for this corporation which shall consist of not fewer than one (1) and not more than five (5) members, the number of same to be fixed by the stockholders or by the corporate by-laws. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present, at a meeting at which a quorum is present, shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time, with or without cause.

ARTICLE VIII
First Board Of Directors

The names and street addresses of the members of the first Board Of Directors of this corporation, subject to these Articles Of Incorporation, the by-laws of this corporation and the laws of the State of Florida, who shall hold office for the first year of the existence of this corporation, or until an election of permanent directors is held by the stockholders, or until their successors have been duly elected and qualified, are:

NAME	ADDRESS
THOMAS J. O'NEILL, III	2316 Del Webb Boulevard West Sun City Center, Florida 33573
DORIS MAE O'NEILL	2316 Del Webb Boulevard West Sun City Center, Florida 33573

ARTICLE IX
Initial Officers

The names and street addresses of the initial officers of this corporation, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, who shall hold office for the first year of the existence of this corporation, or until an election is held by the Board of Directors for the election of permanent officers and their successors have been duly elected and qualified are:

OFFICE	NAME	ADDRESS
President	THOMAS J. O'NEILL, III	2316 Del Webb Blvd. West Sun City Center, FL 33573
Vice-President	DORIS MAE O'NEILL	2316 Del Webb Blvd. West Sun City Center, FL 33573
Secretary/ Treasurer	DORIS MAE O'NEILL	2316 Del Webb Blvd. West Sun City Center, FL 33573

ARTICLE X Subscriber

The name and address of the subscriber to these Articles of incorporation is:

NAME	ADDRESS
THOMAS J. O'NEILL, III	2316 Del Webb Boulevard West Sun City Center, Florida 33573

ARTICLE XI Transactions With Corporations

No contract or other transaction between this corporation and any other corporation, and no contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that the director, or such firm, so interested shall be disclosed or shall have been made known to the Board of Directors. Any director of this corporation, member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XII
By-Laws

1. The power to adopt the By-Laws of this corporation, to alter, amend or repeal the by-laws or to adopt new by-laws, shall be vested in the Board of Directors of this corporation, provided that any by-law or amendment thereto, as adopted by the Board of Directors, may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such vote of the stockholders may again be altered, amended or repealed by vote of the directors within two (2) years of such action.

2. The by-laws of this corporation shall be for the government of the corporation, and may contain any provisions or requirements for the corporation, provided same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States of America.

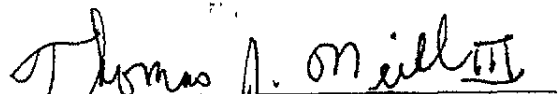
ARTICLE XIII
Amendment Of Articles Of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to that reservation.

ARTICLE XIV
Designation Of Resident Agent

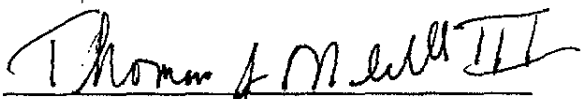
The corporation designates, as Resident Agent for service of process, Thomas J. O'Neill, III, whose address is 2316 Del Webb Boulevard West, Sun City Center, Florida 33573.

I hereby accept the designation of Resident Agent for service of process in this corporation,


THOMAS J. O'NEILL, III

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CLERK OF DISTRICT
CLERK OF DISTRICT

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles
of Incorporation for the uses and purposes therein stated.


THOMAS J. O'NEILL, III