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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

dean-will, inc

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ARTICLES OF INCORPORATION

OF

DEAN-WILL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: **DEAN-WILL, INC.**

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of this State. These activities may include, but are not limited to the operation of the following business:

- a) to engage in the business of trucking services, and all other activities associated with the foregoing, for any person, firm, association or corporation, without restriction in this State and any other state of the United States.
- b) to conduct any and all types of business and operations, to have one or more offices open in this State and any other State of the United States.
- c) to borrow money and contract debt when necessary in the purchase of, or acquisition of real, personal, and intangible property, business right or franchise; or for additional working capital, or for any other object in or about its business or affairs, and without limits to amounts; and to secure the payment of money in any lawful manner.
- d) to exercise all of the powers which are now, or may hereafter be conferred upon corporations generally by the laws of the United States and of this State.

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IV - INITIAL CAPITAL

The amount of the initial capital with which this corporation shall begin business is: FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved by law.

ARTICLE VI - INITIAL REGISTERED/PRINCIPAL OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 2243 Pierce Street, Apt 11, Hollywood, Florida 33020, and the name of the initial registered agent of this corporation at that address is Gerald Williams.

ARTICLE VII - DIRECTORS

The corporation shall have ONE (1) director initially whose name and street address is as follows:

NAME

GERALD WILLIAMS
PRESIDENT/SECRETARY/TREASURER

ADDRESS

2243 PIERCE STREET, APT 11
HOLLYWOOD, FL. 33020

ARTICLE VIII - SUBSCRIBERS

The street address of the subscriber to these Articles of Incorporation and the number of shares of the \$1: 00 par value common stock of this corporation which he agrees to take is as follows:

<u>NAME</u>	<u>%</u>	<u>ADDRESS</u>
GERALD WILLIAMS PRESIDENT/SECRETARY/TREASURER	100	2243 PIERCE STREET, APT 11 HOLLYWOOD, FL. 33019

ARTICLE IX - OFFICERS

The name and street address of the officer of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
GERALD WILLIAMS PRESIDENT/SECRETARY/TREASURER	2243 PIERCE STREET, APT 11 HOLLYWOOD, FL. 33019

IN WITNESS WHEREOF, I HAVE hereunto set my hand and seal, acknowledged and filed the Foregoing Articles of Incorporation under the laws of the State of Florida this 12th day of August, 2003.

 (SEAL)
GERALD WILLIAMS
PRESIDENT/SECRETARY/TREASURER

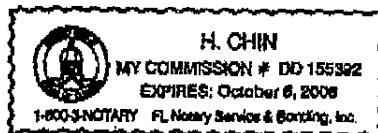
STATE OF FLORIDA

COUNTY OF BROWARD

)
) SS
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BEFORE ME, personally appeared GERALD WILLIAMS, known to me to be the individual described in, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS MY HAND AND SEAL in the County and State named above this 12th day of August, 2003.





NOTARY PUBLIC
State of Florida At Large

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CERTIFICATE OF RESIDENT AGENT

IN PURSUANCE OF CHAPTER 48.91 FLORIDA STATUTES, the following
is submitted in compliance with said Act.

FIRST THAT: DEAN-WILL, INC.

desiring to organize under the laws of the State of Florida, with its principal
office as indicated in the Articles of Incorporation at: HOLLYWOOD,
STATE OF FLORIDA, has named: GERALD WILLIAMS , located at
2243 PIERCE STREET, APT 11, HOLLYWOOD, FLORIDA 33020, as its resident
agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation at place designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of said Act relative in
keeping open said office.

BY: 

GERALD WILLIAMS
RESIDENT AGENT

AUGUST, 2003.

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