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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: PENQUEST 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:

ROBERT GREGORY BYRD

Name (Printed or typed)

3642 OLD LIGHTHOUSE CIRCLE

Address

WELLINGTON, FL 33414

City, State & Zip

861-793-6665

Daytime Telephone number

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

ARTICLES OF INCORPORATION OF PENQUEST, INC.

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is PENQUEST, INC. and its principal place of business shall be located at 3642 Old Lighthouse Circle, Wellington, FL 33414.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of publishing, and for any or all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Thousand (5,000) shares of common stock with no par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3642 Old Lighthouse Circle, Wellington, FL 33414, and the name of the initial registered agent of this corporation at that address is Robert Gregory Byrd.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until his successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Robert Gregory Byrd	3642 Old Lighthouse Circle, Wellington, FL 33414

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TALLAHASSEE, FLORIDA

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President - Robert Gregory Byrd	3642 Old Lighthouse Circle, Wellington, FL 33414
Secretary - Arthur Scott Estes	248 Kensington Way, Royal Palm Beach, FL 33414
Treasurer - Robert Gregory Byrd	3642 Old Lighthouse Circle, Wellington, FL 33414

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Robert Gregory Byrd	3642 Old Lighthouse Circle, Wellington, FL 33414
Arthur Scott Estes	248 Kensington Way, Royal Palm Beach, FL 33414

ARTICLE X - INDEMNIFICATION


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

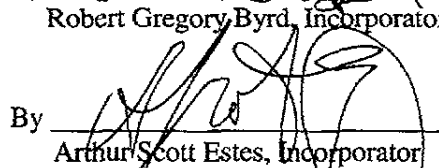
ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: 18 AUG. 03, 2003


By 
Robert Gregory Byrd, Incorporator

By 
Arthur Scott Estes, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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.

Dated: 18 AUG. 03, 2003

By 
Robert Gregory Byrd, Registered Agent

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TALLAHASSEE, FLORIDA