

PO3000100428

ROBERT TRAVIS, JR.
(Requestor's Name)

2851 Muirwood Ct
(Address)

(Address)

TALLAHASSEE FL
(City/State/Zip/Phone #) 32309

894 1284

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SCORPIO'S Fine Prints, Inc.
(Business Entity Name)

(Document Number)

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**ARTICLE OF INCORPORATION
OF
SCORPIO'S FINE FOOD, INC.**

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ARTICLE I

The name of the Corporation shall be: **SCORPIO'S FINE FOOD, INC.**

**ARTICLE II
PURPOSE AND NATURE OF BUSINESS**

The general purpose and nature of then business to be transacted by this Corporation is (I) to engage in sub-contracting of delivery of , but not limited to, newspapers. (ii) to lease or purchase such real And personal property as is necessary for the rendering of such services; (iii) to engage in and transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act; (v) to do such other things as are incidental to the purpose of the Corporation or as necessary to accomplish them.

In addition, The Corporation may also do the following:

- Invest funds in real estate, mortgages, stocks, bonds, or any other type of investment.
- Contract indebttness and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebttness and transfer corporate property and execute such mortgages or other instruments to insure the payment of corporate indebttness as in from time to time requires.
- Purchase the corporate assets of or consolidate with any other domestic corporation engaged in the same character or business.
- Redeem, purchase, retain and otherwise transfer its own capital stock.
- Create employee benefit plans and trusts incidental thereto.
- No purpose herein expressly stated shall limit the general purpose of the Corporation described in the first paragraph of this Article II in any way.

**ARTICLE III
CAPITAL STOCK**

1. The maximum number of shares which this corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock having a \$1.00 par value.
2. The capital stock may be paid with property, labor or services, at a just valuation to fixed by the incorporators, or by the directors at a meeting called for such purposes or at the organizational meeting.
3. Property, labor or services may also be purchased or paid for with capital stock at a just valuation of said property , labor or services, to be fixed by the directors of the company.

Stock in other Corporations or going business may be purchased by the Corporation in return for the issuance of its common stock and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the directors of the company may decide.

ARTICLE IV

TERMS OF EXISTENCE

This Corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE

The principal office or place of business of the corporation shall be located at 101 Mine Road, Midway, Florida 32343.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The registered Agent of the Corporation shall be ROBERT TRAVIS, JR. 2851 Muirwood Court Tallahassee, Florida 32309-8918

ARTICLE VII

BOARD OF DIRECTORS

THE Corporation shall have no more than two(2) directors. The number of directors may be increased or decreased from time to time By-Laws of the Corporation.

ARTICLE VIII

LIMITATION ON CORPORATE STOCK

Except as otherwise provided, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE IX

SALE OF CORPORATION

This Articles do not require the separate action of shareholders and Board of Director, because the Incorporators, shareholders and directors are all one and the same.

ARTICLE X DIRECTORS

The names and addresses of the members of the board of Directors of the Corporation who unless provided by the Articles of Incorporation or by the By-Laws, shall hold office for the first year of the existence of this Amendment to the Articles of Incorporation , or until their successors are elected or appointed and having qualified, or as follows:

Name:	Address
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Bevelyn K. Perry	50 Cora Lewis Court Quincy, Fl. 32352
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Name:

Cynthia Pounsel	101 Mine Road Midway, Fl. 32343
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ARTICLE XI RIGHTS OF DIRECTORS

The director shall have the right to be a director of the Corporation as long as that representative is a shareholder of the corporation. By acquiring stock in this Corporation, said shareholder agrees to abide by this restriction. The articles may not be amended in any way without the written consent of director who is a shareholders of the Corporation at the time of this amendment.

ARTICLE XIII INITIAL OFFICERS

The name and addresses of the officers of the Corporation, and their respective offices to be held are as follows:

President:	Address:
Cynthia Pounsel	101 Mine Road Midway, Fl. 32343
Secretary/Treasurer:	
Bevelyn K. Perry	50 Cora Lewis Court Quincy, Fl. 32352

ARTICLE XIV OFFICERS SIGNING TO ARTICLES

The name and address of the officer signing the to the Articles of Amendment to the Articles of

Incorporation is as follows:

Name:	Address
Bevelyn K. Perry	50 Cora Lewis Court Quincy, Fl. 32352
Cynthia Pounsel	101 Mine Road Midway, Fl. 32343

ARTICLE XV BY-LAWS

The power to adopt, alter, amend and/or repeal the By-Laws shall be vested in the Board of Directors, subject to the approval of a majority of the shareholders.

ARTICLE XVI SUBSCRIBERS TO AMENDED ARTICLES

The name and address and number of shares of stock subscribed to by the shareholders is as follows:

Name:	Address	Shares
Bevelyn K. Perry	50 Cora Lewis Court Quincy, Fl. 32352	100
Cynthia Pounsel	101 Mine Road Midway, Fl. 32343	100

ARTICLE XVII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XVIII
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such stock is offered to others.

ARTICLE XIV
DISSOLUTION

The Corporation may be dissolve at any time on the affirmative vote of at least two-thirds(2/3) of the outstanding shares of the Corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the Corporation be distributed to the shareholders pro-rata , each shareholder to participate in the distribution in direct proportion to the number of shares held by each of them

In witness whereof, the undersigned being the sole subscriber to the capital stock herein above named for the purpose of forming a Corporation to do business in the State of Florida, under the Laws of the State of Florida, do make and file this amendment to the Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and does agree to take the number of shares herein above set forth and hereunto set my hand and seal this 09 day of September, 2003.

ARTICLE XV
ROBERT' RULES OF ORDER

The business of this Corporation shall be conducted in accordance with the Robert's rules of order.


CYNTHIA POUNSEL, PRESIDENT


BEVELYN K. PERRY,
SECRETARY/ TREASURE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

SCORPIO'S FINE FOOD, INC

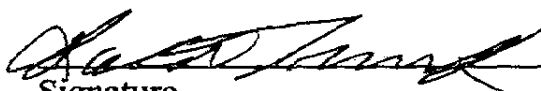
2. The name and address of the registered agent and office is:

ROBERT TRAVIS SR
(Name)

2851 MURWOOD COURT
(P.O. Box NOT acceptable)

TALLAHASSEE FL 32309-8918
(City/State/Zip)

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


Signature

9-15-03
Date