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SE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: AFRICH, 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: DARTLIN J. AFRICH
Name (Printed or typed)
5407 BOGGY CREEK RD
Address
ORLANDO, FL 32824
City, State & Zip
407-240-0408
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
AFRICH, INC.

FILED
03 OCT -7 AM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: AFRICH, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5407 Boggy Creek Road
Orlando, Fl. 32824-9226

ARTICLE III
CAPITAL STOCK

This corporation has authority to issue an aggregate of One Thousand (1,000) of capital stock, all of which are designated common stock having no par value per share.

ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DARTLIN J. AFRICH
5407 Boggy Creek Rd.
Orlando, Fl. 32824-9226

ARTICLE V
INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

DARTLIN J. AFRICH
5407 Boggy Creek Rd.
Orlando, Fl. 32824-9226

PURPOSE

The purpose of the corporation is to engage in any lawful activity for which corporations may be formed under the Business Corporation Law.

PRE-EMPTIVE RIGHTS

Shareholders shall have pre-emptive rights.

CUMULATIVE VOTING

In the election of the directors, each shareholder of record shall have the right to multiply the number of votes to which he is entitled by the number of directors to be elected, and to cast all such votes for one candidate, or distribute them among any two or more candidates.

CORPORATE ACTION OF SHAREHOLDERS

If shareholder action or approval is required by law in connection with the amendment of these articles or any merger, consolidation, transfer of corporate assets or dissolution of or involving the corporation, such action or approval shall be taken or given only upon the affirmative vote of not less than two thirds (2/3) of the number of shares entitled to vote on the particular question.

SHAREHOLDERS' CONSENTS

whenever the affirmative vote of shareholders is required to authorize or constitute corporate action, the consent in writing to such action signed only by shareholders holding that PROPORTION of the total voting power on the question which is required by law or by these Articles of Incorporation, whichever requirement is higher, shall be sufficient for the purpose, without necessity for a meeting of shareholders.

DIRECTORS

Section 1. Number of Directors. The number of directors of the corporation shall be such number as shall be designated in the By-Laws, or if not so designated, as shall be elected from time to time by the shareholders.

Section 2. Directors Proxies. Any director absent from a meeting of the Board of Directors or any committee thereof may be represented by any other director or shareholder, who may cast the vote of the absent director according to the written instructions, general or special, of the absent director.

Section 3. The business and affairs of this corporation shall be managed, and all the corporate powers thereof shall be vested in and exercised by the Board of Directors, unless and until otherwise provided by the by-laws of this corporation.

The Board of Directors shall have authority to make and alter by-laws, fix their own qualifications, classifications or terms of office, and fix or increase their compensation, subject to the powers of the shareholders to change or repeal the by-laws so made.

Unless or until otherwise provided in the by-laws, the Directors shall hold office until their successors have been duly elected and qualified, and the number, qualification, classification, terms of office, manner of election, time and places of meetings and powers and duties of the Directors shall be from time to time fixed by the by-laws.

The general annual meeting of the stockholders for the election of Directors shall be held at the registered office of the corporation and shall take place on the first Friday of each year, beginning with the year 2003 or the first day thereafter when such day is a legal holiday, unless or until otherwise provided by the by-laws.

The failure from any cause whatsoever to hold the annual meeting of the stockholders or the failure to elect Directors thereat, shall not dissolve this corporation, but the Directors and officers then in office shall remain in office until their successors have been duly qualified and installed.

TRANSFER OF STOCK

(A) No stock in this corporation shall be transferred unless the stock shall have been first offered for the sale to the corporation, and, if the corporation shall fail or refuse to

accept the offer, to each of the other stockholders of this corporation. The offeree shall have an option to purchase the stock to be transferred at the following price: at the same price and on the same terms and conditions as the offeror shall have been offered by a third person at arm's length, acting in good faith. The offer shall be in writing and shall set forth the price and terms on which the stock is offered. It shall be sent by registered mail to the President and Secretary of the corporation and to each stockholders at the address listed on the corporation books. The right to transfer stock shall not exist until the corporation and all existing stockholders either refuse in writing the offer so made, or waive the requirement of an offer in writing, or until they fail for a period of thirty (30) days after receipt of written offer to accept it by compliance with the terms therein set forth. Regulations as to the formalities and procedures to be followed in effecting the transfer may be prescribed in the by-laws of the corporation.

(B) Should the corporation be unable or unwilling for any reason to exercise its option as granted above, the option may be exercised by such stockholders having a desire to exercise it, in the proportions in which these stockholders hold stock in the corporation.

(C) After the expiration of the option period, no transfer at a price less than that which has been offered to the corporation and the other stockholders, or on terms or conditions varying from those stated in the letter notifying the corporation and the stockholders of a proposal to transfer, shall be valid, until the right shall have been offered to the corporation and the stockholders to purchase the stock proposed to be transferred at the precise price and on the precise terms and conditions which were offered to or by the stockholder who proposes to transfer his stock.

(D) The stockholders in this corporation may make agreements, either in by-laws or by a shareholder agreement, between themselves relative to the purchase, among themselves, of the stock of this corporation in the event of the death, insanity, retirement or disability of any stockholder, and in the event of a transfer of his stock by donation to the stockholder's spouse and linear descendants. A copy of any such agreement shall be filed with the Secretary or Secretary/Treasurer of this corporation, and the provisions of any such agreement shall be binding upon the persons who are parties to it and their respective heirs, administrators, legatees, executors and assigns.

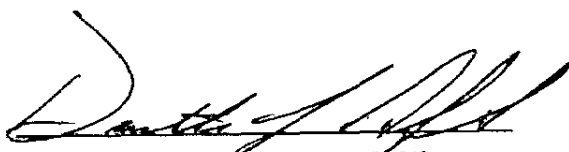
· (E) Except as to a transfer on death or a gift of the stock of a stockholder to his spouse or linear descendants (which shall be controlled if at all by the by-laws or by a shareholder agreement), no sale mortgage, pledge, conveyance, transfer, seizure, donation, sale under legal process or attachment, or by virtue of any pledge or hypothecation, and no other disposal of the stock of any nature whatsoever shall have any effect as related to the corporation or its stockholders, nor shall it be valid in any fashion until the option period provided above shall have expired.

(F) No by-law or other restriction on the transfer of shares; no provision for compulsory offer of shares of its own stock for purchase by, or sale to, the corporation; no agreement among shareholders binding on others than the parties signatory thereto; and no lien or privilege in favor of a corporation on shares of its own stock, shall be recognized or enforced, unless such restriction, provision or agreement, or the right of the corporation to such lien or privilege, is set forth or summarized, or a reference thereto and information as to where the same may be inspected is contained, in the certificates representing the corporations' shares.

The undersigned has(have) executed these Articles of Incorporation this 3rd day of October, 2003.



SIGNATURE/REGISTERED AGENT
DARTLIN J. AFRICH



SIGNATURE/INCORPORATOR
DARTLIN J. AFRICH