

# PD30000116628

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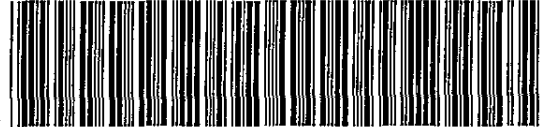
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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10/16/03

**ROY MILLER**  
**CERTIFIED PUBLIC ACCOUNTANT**  
8834-14 Goodby's Executive Dr.  
Jacksonville, Florida 32217  
(904) 731-4846

October 13, 2003

**TRANSMITTAL LETTER**

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

SUBJECT: Joseph Palermo III, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
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**ADDITIONAL COPY REQUIRED**

FROM: ROY MILLER, CPA  
Name (Printed or Typed)  
8834 GOODBY'S EXECUTIVE DR.  
Address  
JACKSONVILLE, FL 32217  
City, State & Zip  
(904) 731-4846  
Daytime Telephone Number

The certified copy of the Articles and the certificate should be mailed to Roy Miller, 8834-14 Goodby's Executive Dr., Jacksonville, Florida 32217. Thank you.

Sincerely,

*Roy Miller*

Roy Miller

LEM/sdr  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**Joseph Palermo III, Inc.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Name of Business**

The name of the corporation is Joseph Palermo III, Inc.

**ARTICLE II**

**Principal Place of Business**

The principal place of business is: Joseph Palermo III, Inc.  
5506 Longbranch Cemetery Rd.  
Maxville, FL 32234

**ARTICLE III**

**Purpose**

The purpose of the formation of this company is to transact any and all lawful business.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue 10,000 voting shares and 20,000 non-voting shares of \$.00 par value stock.

## **ARTICLE V**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 5506 Longbranch Cemetery Rd., and the name of the initial registered agent of this corporation at that address is Nica Cox.

## **ARTICLE VI**

### **Directors**

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

## **ARTICLE VII**

### **Initial Directors**

The name and street addresses of the initial directors of the corporation are:

Nica Cox  
5506 Longbranch Cemetery Rd.  
Maxville, FL 32234

Joseph Palermo III  
5506 Longbranch Cemetery Rd.  
Maxville, FL 32234

## **ARTICLE VIII**

### **Incorporator**

The name and street address of the person signing these Articles is:

Nica Cox  
5506 Longbranch Cemetery Rd.  
Maxville, FL 32234

## **ARTICLE IX**

### **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, provided, however, the Board of Directors may not alter or repeal a bylaw or amendment thereto adopted by the shareholders.

## **ARTICLE X**

### **Restrictions of Transfer of Stock**

The shareholders may, by bylaw provision or by shareholders' agreement, recorded in the Minute Book, impose such restrictions on the sale, transfer or encumbrance of the stock of the corporation as they may see fit.

## **ARTICLE XI**

### **Director Compensation**

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

## **ARTICLE XII**

### **Indemnification**

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## **ARTICLE XIII**

### **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 his reservation.

Signature (Incorporator): [Signature] Date: 10/13/03

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of October, 2003.

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was sworn to and acknowledged before me by Nica Cox, who produced as identification \_\_\_\_\_ or who is personally known to me and who did / did not take an oath on this 13<sup>th</sup> day of October, 2003.

Notary Public at Large, State of Florida: [Signature]  
My commission expires: 8/26/07



SHERYL D. RAND  
MY COMMISSION # DD 234779  
EXPIRES: August 26, 2007  
Bonded Thru Budget Notary Services

**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:

Joseph Palermo III, Inc.

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

Nica Cox  
5506 Longbranch Cemetery Rd.  
Maxville, FL 32234

*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: \_\_\_\_\_

*Nica Cox*

Date: \_\_\_\_\_

*10/13/03*

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA

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