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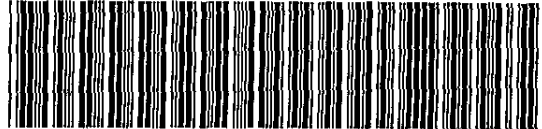
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/10/03--01030--010 **78.75

EFFECTIVE DATE
12/12/2003

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 DEC 10 AM 7:37

FILED

TRANSMITTAL LETTER

December 8, 2003

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

SUBJECT: New Incorporation

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

\$ 78.75 Filing Fee, Registered Agent Designation &
Certified Copy.

From: Rutherford O. Miniard
P.O. Box 267
Crystal River, FL 34423

FILED

03 DEC 10 AM 7:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Noble Sky, Inc.

ARTICLE I. NAME AND PRINCIPAL ADDRESS

EFFECTIVE DATE
12/12/2003

The name of the corporation is:

Noble Sky, Inc.

The principal address of the corporation is:

619 SE 1st Ct, Crystal River, FL 34429

ARTICLE II. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on:

December 12, 2003

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares. One thousand (1,000) shares of common stock having a nominal or par value of one dollar (\$1.00) per share.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 619 SE 1st CT
Crystal River, Florida 34429

The name of the initial registered agent of this corporation is: Rutherford O. Miniard

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) director. Directors may increase from time to time by the By-Laws, but shall never be less than one (1) nor more than five (5). The name and title of the initial Director of this corporation is: Rutherford O. Miniard, CEO, Treasurer
Rachel N. Miniard-Curry, President
Joseph Chewning, Secretary

ARTICLE IX. INCORPORATOR

The name and address of the person signing these
Articles of Incorporation and Percentage of Ownership is:

| NAME | ADDRESS | OWNERSHIP % |
|-------------------------|---|-------------|
| Rutherford O. Miniard | 619 SE 1st CT Crystal River, FL 34429 | 99 |
| Rachel N. Miniard-Curry | 6216 West Gulf To Lake Highway Crystal River, FL 34429 | 1 |

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer, director,
agent or employee to the full extent permitted by law.

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
restriction.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this FIFTH day of
December, 2003.

X Rutherford O. Miniard

personally appeared: Rutherford O. Miniard

12-5-03 Rachel Curry



Rachel Curry
My Commission DD174628
Expires August 21, 2006

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.

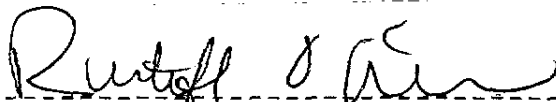
1. The name of the corporation is:

Noble Sky, Inc.

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

Rutherford O. Miniard
619 SE 1st CT
Crystal River, FL 34429

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(signature)

12-5-03
(date)

personally appeared: Rutherford O. Miniard
12-5-03





Rachel Curry
My Commission DD174828
Expires August 21, 2008