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Effective Date  
5-18-04

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY '6 PM 1:34

104-18349

**THERESA G. FOSS CLEANING, INC.**  
**P.O. Box 231, Holt, FL 32564**  
**Phone: (850) 537-1978**

May 4, 2004

Honorable Glenda Hood  
Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32399-0001

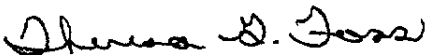
Re: Articles of Incorporation  
Theresa G. Foss Cleaning, Inc.

Dear Ms. Hood,

Enclosed are the original and one copy of the Articles of Incorporation of Theresa G. Foss Cleaning, Inc. A check in the amount of \$78.75 is also enclosed for the cost of filing.

Thank you for your courtesy in this matter.

Sincerely,



Theresa G. Foss

TGF  
Enclosures

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**ARTICLES OF INCORPORATION  
OF  
THERESA G. FOSS CLEANING, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida Corporation Act, do hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the Corporation **THERESA G. FOSS CLEANING, INC.**

**ARTICLE II - DURATION**

The duration of the corporation is for an indefinite period of time (I.e. perpetual)

**ARTICLE III - PURPOSE**

The general purpose for which the Corporation is organized are:

1. To engage in the business of General Cleaning Contracting and Subcontracting of new and used construction, and commercial, and residential property and/or any activity or business and services incidental thereto.
2. To transact any other lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can in the opinion of the Board of Directors or the Corporation be advantageously carried on in the connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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#### **ARTICLE IV - CAPITAL STOCKS**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which such issued under Section ~1244 of the Internal Revenue Code.

#### **ARTICLE V - PRINCIPLE OFFICE AND MAILING ADDRESS, INITIAL REGISTERED OFFICE & AGENT**

The address of the initial registered office of this Corporation is 4785 Galliver Cutoff, Holt, FL 32564, registered agent shall be Theresa G. Foss 4785 Galliver Cutoff, Holt, FL 32564. The principal office and mailing address of the Corporation shall be, P.O. Box 231, Holt, FL 32564.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the initial Directors and Officers is:

Theresa G. Foss	4785 Galliver Cutoff Holt, FL 32564	President / Secretary Treasurer
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#### **ARTICLE VII - INCORPORATORS**

Name and Address of each incorporator is:

Theresa G. Foss	4785 Galliver Cutoff Holt, FL 32564
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#### **ARTICLE VIII - VOTING RIGHTS**

Except as otherwise provided by law, 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 - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for such 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-rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others, in such a manner that he will own the same percentage interest of the Corporation after the new offering as he had before the stock issuance.

## **ARTICLE X - BY-LAWS**

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

## **ARTICLE XI - STOCK ISSUANCE**

Share of capital stock of this Corporation shall be issued initially to the following persons and in the amount set opposite their name:

Theresa G. Foss	100 Shares
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## **ARTICLE XII - CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by a majority of the shareholders.

## **ARTICLE XIII - SHAREHOLDERS QUORUM & VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in one person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of at least fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XIV - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this Corporation must be taken at a meeting of shareholders of this Corporation duly called as provided by law.

## ARTICLE XVI - EFFECTIVE DATE

The effective date of this corporation shall be May 18, 2004.

## ARTICLE XVII - POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, WE, the undersigned, being the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals this 18<sup>th</sup> day of May, 2004, for the purpose of forming this Corporation to do business both within and without the State of Florida, do make and file in the office of the Secretary of State, these Articles of Incorporation and certify that the facts herein stated are true.

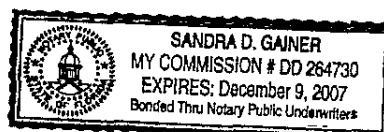
*Theresa G. Foss*  
THERESA G. FOSS

STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, personally appeared, THERESA THERESA G. FOSS, who is personally known to me, or who has produced Personally Known to me as identification, and upon her oath acknowledged that she executed the foregoing Articles of Incorporation for the purposes set forth therein on the 18<sup>th</sup> day of May, 2004.

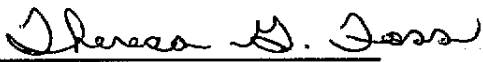
*Sandra D. Gainer*  
NOTARY PUBLIC, State of Florida  
My Commission Expires:



**CERTIFICATE DESIGNATING THE PLACE OF BUSINESS  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act,

That, THERESA G. FOSS CLEANING, INC., desiring to organize under the laws of the State of Florida, with its principle office as indicated in the Articles of Incorporation at the City of Crestview, County of Okaloosa, State of Florida, has named THERESA G. FOSS, 4785 Galliver Cutoff, Holt, FL 32564 as the agent for Service of Process within the State of Florida. Having being named to accept Service of Process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By:   
THERESA G. FOSS

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