

PD4000089660

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000122437 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CRARY, BUCHANAN, BOWDISH, ET AL
Account Number : 076424001425
Phone : (772) 287-2600
Fax Number : (772) 287-0115

2004 JUN -9 A 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA PROFIT CORPORATION OR P.A.

KEAP III, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

7 D. WHITE JUN 10 2004

Electronic Filing Menu

Corporate Filing

Public Access Help

JUN. 9.2004 10:00AM CRARY BUCHANAN

NO.637 P.2/7

FAX AUDIT NUMBER: H04000122437 30

FILED

2004 JUN -9 A 8:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
KEAP III, INC.**

The undersigned does hereby certify their intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

ARTICLE I

Name. The name of this corporation shall be KEAP III, INC. ("Corporation").

ARTICLE II

Term of Existence. The Corporation is to exist perpetually.

ARTICLE III

Nature of Business. The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be to own, operate, manage a retail business, and to engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

Prepared by:
John J. McGlynn III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(772) 287-2600
FL Bar No.: 250414

FAX AUDIT NUMBER: H04000122437 3

FAX AUDIT NUMBER: B04000122437 3

ARTICLE IV

Authorized Shares.

- a. Number. The aggregate number of shares that the Corporation shall have the authority to issue is ten thousand (10,000) shares ("Capital Stock") with a par value of one dollar (\$1.00) per share.
- b. Initial Issue. One thousand (1,000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of one dollar (\$1.00) per share.
- c. Stated Capital. The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.
- d. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.
- e. No Classes of Stock. The shares of the Corporation are not to be divided into classes.
- f. No Share in Series. The Corporation is not authorized to issue shares in series.

ARTICLE V

Mailing and Principal Address. The mailing and principal address of the Corporation is 5124 N.W. Egret Avenue, Port St. Lucie, Florida 34983.

ARTICLE VI

Registered Agent. The corporation's initial registered office and initial registered agent at that address shall be:

DEREK P. PHILLIPS

5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

ARTICLE VII

Initial Board of Directors. The initial Board of Directors shall consist of two (2) members. Directors need not be residents of the State of Florida.

FAX AUDIT NUMBER: B04000122437 3

FAX AUDIT NUMBER: H04000122437 3

ARTICLE VIII

Names and Address of Initial Directors. The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, and until their successors shall have been elected and qualified, are as follows:

DEREK P. PHILLIPS

5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

JUDITH A. PHILLIPS

5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

ARTICLE IX

Incorporators. The names and addresses of the Initial Incorporators are as follows:

DEREK P. PHILLIPS

5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

JUDITH A. PHILLIPS

5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

ARTICLE X

Amendment of Articles of Incorporation. These Articles of Incorporation may be amended in the manner provided by law. Every proposed amendment to these Articles of Incorporation shall require the approval by the Board of Directors, whereupon it shall be proposed by the Board to the Stockholders, and, for adoption, shall require the approval at a Stockholder's meeting by a majority of the stock entitled to vote thereon; unless all the Directors and all the Stockholders sign a written statement adopting the proposed Amendment to these Articles of Incorporation.

ARTICLE XI

Bylaws. The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the Directors of the corporation at a regular or special meeting of the Board of Directors.


FAX AUDIT NUMBER: H04000122437 3


FAX AUDIT NUMBER: B04000122437 3

ARTICLE XII

Preemptive Rights. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seal and subscribed to these Articles of Incorporation at Stuart, Martin County, Florida, this 8th day of June, 2004.


DEREK P. PHILLIPS
5124 N.W. Egret Avenue
Port St. Lucie, FL 34983


JUDITH A. PHILLIPS
5124 N.W. Egret Avenue
Port St. Lucie, Florida 34983

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Instrument was acknowledged before me this 8th day of June, 2004 by DEREK P. PHILLIPS. He (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.



John J. McGinn, III
MY COMMISSION # 00155475 EXPIRES
October 4, 2006
BOND OF THE TRUSTEES INSURANCE, INC.


NOTARY PUBLIC

Print Name: _____

My Commission Expires: _____

FAX AUDIT NUMBER: B04000122437 3

JUN. 9.2004 10:01AM CRARY BUCHANAN

NO.637 P.6/7

FAX AUDIT NUMBER: H04000122437 3

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Instrument was acknowledged before me this 9th day of June, 2004 by JUDITH A. PHILLIPS. She (please check one of the following) ☒ is personally known to me or ☐ who has produced _____ as identification, and who (please check one of the following) ☐ did or ☐ did not take an oath.



John J. McGlynn III
MY COMMISSION # DB155493 EXPIRES
October 6, 2006
BONDED THROUGH PAIN INSURANCE, INC.

John J. McGlynn III
NOTARY PUBLIC
Print Name: _____
My Commission Expires: _____

FAX AUDIT NUMBER: H04000122437 3

JUN. 9.2024 10:01AM CARY BUCHANAN

NO. 637 P. 7/7

FAX AUDIT NUMBER: H04000122437 3

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.


DEREK P. PHILLIPS
Registered Agent

FILED

2024 JUN -9 A 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: H04000122437 3