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2004 JUL -9 PM12:38  
STATE  
ALLAHSEE FLORIDA

7/15/04

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**WILLIAM DAVID HARRIS**

18102 HAMBEN PARKWAY  
TAMPA BAY, FL 33647

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June 22, 2004

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**Re: WDH Consulting, Inc.**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and certificate of status.

18102 Hamden Parkway  
Tampa Bay, FL 33647  
813-309-2594

Sincerely,

*William David Harris*

William David Harris

WDH/lp

2004 JUL -9 PM 12:38  
TALLAHASSEE FLORIDA  
DEPT. OF STATE

CHARTER  
OF  
WDH CONSULTING, INC.

2004 JUL -9 PM 12: 38

DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

The undersigned, an individual, does hereby act as incorporator in adopting the following Charter for the purpose of organizing a corporation for profit, pursuant to Chapter 607 & 621 Florida Statutes F.S. (Profit).

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is WDH Consulting, Inc.

SECOND: The number of shares which the corporation is authorized to issue is five thousand (5,000), all of which are without par value and are of the same class and are to be Common shares.

THIRD: The street address and zip code of the initial registered office of the corporation in the State of Florida is 18102 Hamden Parkway, Tampa Bay, Florida 33647.

The name of the initial registered agent of the corporation at the said registered office is William David Harris.

FOURTH: The name, street address and zip code of the initial officer is:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William David Harris	President	18102 Hamden Parkway Tampa Bay, FL 33647

FIFTH: The street address and zip code of the principal initial office of the corporation is 18102 Hamden Parkway, Tampa Bay, Florida 33647.

SIXTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SEVENTH: The Corporation is for profit.

EIGHTH: The purposes for which the corporation is organized, which shall include the authority of the corporation to engage in any lawful businesses, are as follows:

The corporation is organized for the purpose of Mortgage Broker services. In addition, the corporation may engage in any and all lawful businesses other than ones to which specific statutory provisions apply beyond the scope of Chapter 607 & 621 Florida Statutes F.S. (Profit).

To have all of the general powers granted to corporations organized under Chapter 607 & 621 Florida Statutes F.S. (Profit) whether granted by specific statutory authority or by construction of law.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of Chapter 607 & 621 Florida Statutes F.S. (Profit), as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in this official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: The personal liability of the directors of the corporation is eliminated to the fullest extent permitted by the provisions of Chapter 607 & 621 Florida Statutes F.S. (Profit), as the same may be amended and supplemented.

ELEVENTH: The duration of the corporation shall be perpetual.

I ACCEPT THE APPOINTMENT AS REGISTERED AGENT

Signed on July 7, 2004.

*William David Harris*

William David Harris  
18102 Hamden Parkway  
Tampa Bay, FL 33647

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TALLAHASSEE FLORIDA