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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

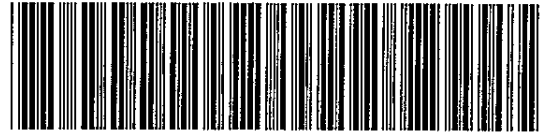
(Business Entity Name)

(Document Number)

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2004 DEC -9 P 4: 24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12/9/04

12/9/04

TRANSMITTAL LETTER

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

SUBJECT: M & S Vittles, Inc.  
(Proposed corporate name - must include suffix)

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

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
ADDITIONAL COPY REQUIRED

FROM: Susan H. Phifer  
Name (Printed or typed)

13041 CR 200  
Address

Oxford, FL 34484  
City, State & Zip

352-303-1351 C 352-748-0107 H  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

04 DEC -2 AM 9:53

December 1, 2004

SUSAN H. PHIFER  
13041 CR 200  
OXFORD, FL 34484

SUBJECT: M & S VITTLES, INC.  
Ref. Number: W04000043812

We have received your document for M & S VITTLES, INC.. However, the document has not been filed and is being returned for the following:

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 104A00067448

Articles of Incorporation  
Of  
M & S Vittles, Inc.

2004 DEC -9 P 4:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

The undersigned, hereby for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the information, liability, rights, privileges, and immunities of a Corporation for profit declare:

**ARTICLE I – NAME**

The name of the Corporation shall be M & S Vittles, Inc.

**ARTICLE II – ACTIVITY**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III – MAXIMUM SHARES**

The maximum shares of stock, at one dollar (\$1.00) par value, that this Corporation is authorized to have outstanding at any time is One Thousand (1,000) Shares.

**ARTICLE IV – AMOUNT OF INITIAL CAPITAL**

The amount of capital with which this Corporation shall begin business will not be less than One Thousand (\$1,000.00) Dollars.

**ARTICLE V – CAPITAL STOCK**

The capital stock of this Corporation may be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as amended by the Small Business Tax Provision of 1958. All of the stocks and securities in lien of cash or at a just valuation to be determined by the Board of Directors of this Corporation.

**ARTICLE VI – EXISTENCE**

This Corporation is to have perpetual existence.

## **ARTICLE VII – PRINCIPAL OFFICE**

The principal office of this Corporation shall be at:

13041 C.R. 200  
Oxford, FL 34484

## **ARTICLE VIII – BOARD OF DIRECTORS**

The number of the board of directors of the Corporation shall not be less than one person. No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting shall be the act of the Board of Directors. The name and address of the first Board of Directors, who, subject to the provisions of the Certification of Incorporation, the By-laws and the acts of legislature shall hold office for the first year of the corporation's existence, or until his successor is elected and shall be dully qualified, is:

Susan H. Phifer	President/Treasurer
13041 CR 200	
Oxford, FL 34484	

Mary M. Locke	
13578 CR 103	
Oxford, FL 34484	Vice President/Secretary

## **ARTICLE IX – SHAREHOLDERS**

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The initial Shareholders of this Corporation shall be:

Susan H. Phifer  
13041 CR 200  
Oxford, FL 34484

Mary M. Locke  
13578 CR 103  
Oxford, FL 34484

## **ARTICLE X – INCORPORATORS**

The names and post office addresses of each incorporator to the articles of incorporation are as follows:

Susan H. Phifer  
13041 CR 200  
Oxford, FL 34484

Mary M Locke  
P.O. Box 559  
Oxford, FL 34484

## **ARTICLE XI – LIMITATIONS OF CORPORATE STOCK**

Limitations of Corporate Stock: No shareholder of this Corporation may sell or transfer stock in this Corporation except to another individual who is eligible to be a stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholder's meeting specifically called for that purpose by not less than a majority of the outstanding stock at such stockholders voting such meeting shall have first option to purchase the shares from the selling shareholders; the shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

## **ARTICLE XII – FURTHER RIGHTS**

The Corporation shall have the further right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than stock book, or any of them, shall be open to the inspection of the stockholders. No stockholder shall have any right to inspect any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors or Officers in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute. Both stockholders and Directors shall have the power, if the By-laws so provide, to hold their respective meetings and to have one or more officers, within or without the State of Florida, and to keep the books of this Corporation subject to the provisions of the statute outside of the State of Florida at such places as may from time to time be designated by the Board of Directors. The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now and hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

The undersigned, being the incorporators named for the purpose of forming a Corporation for profit to do business both within and out of the State of Florida, hereby make, subscribe, and acknowledge having filed these Articles hereby declaring and certifying that the facts herein stated are true, and to respectively agree to abide by the Articles as herein stated.

### **ARTICLE XIII – REGISTERED AGENT**

The name and Florida street address of the initial Registered Agent is as follows:

Susan H. Phifer  
13041 CR 200  
Oxford, FL 34484

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Susan H. Phifer  
Signature of Registered Agent

12/6/04  
Date

Subscribed at Oxford (city), Sumter (county), Florida, this  
15 Day of November, 2004.

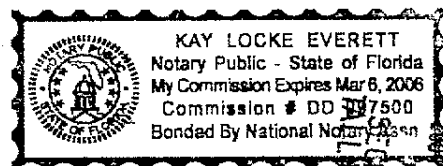
Susan H. Phifer  
Susan H. Phifer

Mary M. Locke  
Mary M. Locke

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgements, personally appeared Susan H. Phifer and Mary M. Locke who, after showing \_\_\_\_\_, as identity or is personally known to me and being duly sworn to me, deposes and says that the above mentioned signed the above foregoing Articles of Incorporation for the purposes therein set forth.

Witness my hand and official seal at Oxford (city), Sumter  
(county), Florida, this 15 day of November, 2004.

Kay L. Everett  
Notary Public, State of Florida  
My commission expires:



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CLERK OF STATE  
TALLAHASSEE, FLORIDA

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