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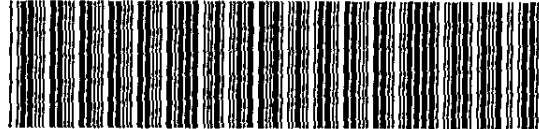
(Business Entity Name)

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FILED
DEC 13 2004
12-15-04

KEVIN C. SHIRLEY
ATTORNEY AT LAW

*ADMITTED TO MIDDLE DISTRICT OF FLORIDA
*ADMITTED TO EASTERN DISTRICT OF MICHIGAN
*CERTIFIED FAMILY MEDIATOR

126 EAST OLYMPIA AVENUE, SUITE 304
PUNTA GORDA, FLORIDA 33950
(941) 639-5746 Telephone
(941) 639-7888 Facsimile
KevinCShirley@comcast.net E-mail

December 10, 2004

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

Re: Claycomb Enterprises, Inc.
Articles of Incorporation

Enclosed please find Articles of Incorporation and a check in the amount of \$87.50 for filing and a certified copy of same for Claycomb Enterprises, Inc.

Please file same and return a copy of the Articles which reflect the date of filing.

Sincerely,



Kevin C. Shirley

KCS/jm

Signed in
Mr. Shirley's

Enclosures Absence to prevent delay

cc: client

ARTICLES OF INCORPORATION
OF
CLAYCOMB ENTERPRISES, INC.

FILED
DEC 13 P 11:00
CLAYCOMB ENTERPRISES, INC.

ARTICLE I. NAME

The name of this corporation is:
CLAYCOMB ENTERPRISES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence unless sooner dissolved as be directed by law.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in all lawful business under the Florida General Corporation Act.

In connection with said business, this corporation shall have the following powers, which shall not be deemed to exclude those other corporation powers granted by law.

To contract debts, borrow money and issue and sell or pledge notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To conduct business in, have one or more offices in, and hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copy rights, trademarks, and licenses in the State of Florida, and in all other states and countries.

To purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall purchase none of its own capital stock, except from the surplus of its assets over its liabilities, including capital, and shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders quorum or vote.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which stock shall be designated as "Common shares".

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting powers for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 126 E. Olympia Avenue, Suite 304, Punta Gorda, FL 33950. The initial registered agent at that address is Kevin C. Shirley. The principle place of business for the corporation is 12701 Morningside Drive, Unit B, Punta Gorda, FL 33955. The mailing address for the corporation is P.O. Box 510040, Punta Gorda, FL 33950.

ARTICLE VII. INITIAL OFFICERS

The initial officers of this corporation and their addresses are as set forth below. Said officers shall serve until such time as their successors are elected and qualified.

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
CASEY CLAYCOMB	President	P.O. Box 510040 Punta Gorda FL 33950
KRYSTLE CLAYCOMB	Vice President	P.O. Box 510040 Punta Gorda FL 33950
KRYSTLE CLAYCOMB	Treasurer	P.O. Box 510040 Punta Gorda FL 33950
CASEY CLAYCOMB	Secretary	P.O. Box 510040 Punta Gorda FL 33950

ARTICLE VIII. INITIAL DIRECTORS.

This corporation shall have two (2) director initially who shall serve until their successors are elected and qualified. The number of directors may be increased from time to time by the By-Laws but shall not be less than two (2). The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CASEY CLAYCOMB	P.O. Box 510040 Punta Gorda FL 33950

ARTICLE IX. INCORPORATORS

The names and addresses of the persons signing these articles are:

<u>NAME</u>	<u>ADDRESS</u>
CASEY CLAYCOMB	P.O. Box 510040 Punta Gorda FL 33950
KRYSTLE CLAYCOMOB	P.O. Box 510040 Punta Gorda FL 33950

ARTICLE X. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI. RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth next to their name:

CASEY CLAYCOMB 50 SHARES

KRYSTLE CLAYCOMB 50 SHARES

Shares held by the initial shareholders above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of this corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in written agreement among all of the shareholders and this corporation.

ARTICLE XII. CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XIII. SHAREHOLDERS MEETING REQUIRED

A shareholders meeting may be called by any shareholder upon thirty (30) days written notice thereof actually delivered upon all other shareholders.

ARTICLE XIV. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 7th day of December 2004.

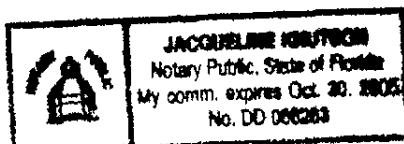
Casey Claycomb
CASEY CLAYCOMB
FL.DL # C425-101-77-019-0
STATE OF FLORIDA
COUNTY OF CHARLOTTE

Krystle Claycomb
KRYSTLE CLAYCOMB

BEFORE ME, the undersigned officer, personally appeared CASEY CLAYCOMB who produced Casey Claycomb as identification or is known by me to be the person described in and who executed the foregoing Articles of Incorporation, and did so for the purposes therein expressed.

WITNESS my hand and seal this 7th day of December 2004.

Jacqueline Koutson
Notary Public - State of Florida



STATE OF FLORIDA
COUNTY OF CHARLOTTE

BEFORE ME, the undersigned officer, personally appeared
KRYSTLE CLAYCOMB who produced personally known as
identification or is known by me to be the person described in
and who executed the foregoing Articles of Incorporation, and did
so for the purposes therein expressed.

WITNESS my hand and seal this 7 day of
December 2004.

Julie Mancilla-Shirley
Notary Public-State of Florida

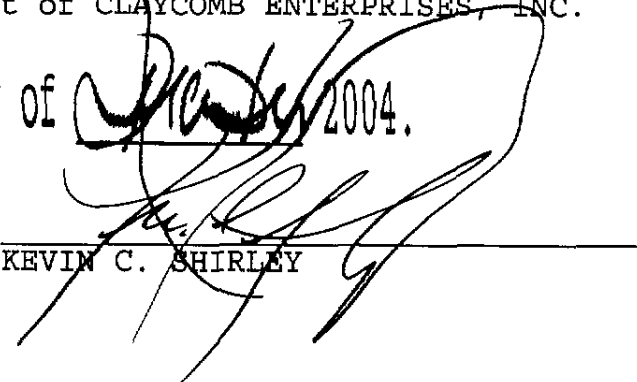


JULIE MANCILLA-SHIRLEY
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD367522
EXPIRES 11/21/2008
BONDED THRU 1-888-NOTARY1

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**

I, Kevin C. Shirley, the undersigned hereby accept
designation as registered agent of CLAYCOMB ENTERPRISES, INC.

Dated this 7 day of March 2004.



KEVIN C. SHIRLEY

FILED

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