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February 21, 2005

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

World Gym of Panama City Beach, Inc.

**Filing Evidence**

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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**ARTICLES OF INCORPORATION  
OF  
WORLD GYM OF PANAMA CITY BEACH, INC.**

2005 FEB 21 A 9:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida; and further agrees to the following conditions of said Corporation.

**ARTICLE I: NAME**

The name of the Corporation is: WORLD GYM OF PANAMA CITY BEACH, INC.

**ARTICLE II: NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation is to do all things which natural persons and lawful entities might or could lawfully do in the premises and to transact any lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE III: CAPITAL STOCK**

The authorized capital stock of this Corporation is one thousand shares of common stock, each share having a par value of one dollar.

**ARTICLE IV: INITIAL CAPITAL**

The initial capital of said Corporation is one hundred dollars (\$100.00).

**ARTICLE V: TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless dissolved by action of law.

**ARTICLE VI: ADDRESS**

The initial post office address of this Corporation in the State of Florida is: 8340 Front Beach Road, Panama City Beach, FL 32407.

#### **ARTICLE VII: DIRECTORS**

This Corporation shall have not less than one Director initially. The number of Directors may be increased or decreased from time to time as the Stockholders desire, in accordance with Bylaws hereof, but at no time shall there be a number less than one.

#### **ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS**

The names and post office addresses of the first Board of Directors and officers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
Marco T. Cooper	126 Rose Coral Drive Panama City Beach, FL 32408	Chairman	Secretary- Treasurer

#### **ARTICLE IX: SUBSCRIBERS**

The names and post office addresses of each Subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT PAID</u>
Marco T. Cooper	126 Rose Coral Drive Panama City Beach, FL 32408	100	\$100.00

#### **ARTICLE X: REGISTERED AGENT**

The Registered Agent is: Marco T. Cooper, 126 Rose Coral Drive, Panama City Beach, FL 32408 .

#### **ARTICLE XI: AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders,

and approved at a stockholders' meeting by a majority of the Stockholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16<sup>th</sup> day of February, 2005.

Marco T. Cooper  
Marco T. Cooper

STATE OF FLORIDA  
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared Marco T. Cooper, who is personally known to me or who has produced the identification specified below, who acknowledged to and before me that he is the person who executed the foregoing Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State aforesaid this 16<sup>th</sup> day of February, 2005.  
☒ To me personally known  
Identified by \_\_\_\_\_  
Issued by \_\_\_\_\_

NOTARY PUBLIC:

Printed Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_



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

2005 FEB 21 A 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

WORLD GYM OF PANAMA CITY BEACH, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Panama City Beach, County of Bay, State of Florida, has named Marco T. Cooper, 126 Rose Coral Drive, Panama City Beach, Florida 32408, County of Bay, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated Corporation, at 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: Marco T. Cooper  
Marco T. Cooper  
Registered Agent