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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**International Development Enterprise  
7150 Wiley Road  
Jacksonville, Florida 32210  
(904) 704-4696**

Dwight D. Robinson, Chairman  
Jackie B., Vice Chairman  
Maleika Lawson, Secretary

March 10, 2005

Secretary of State  
Division of Incorporation  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32399

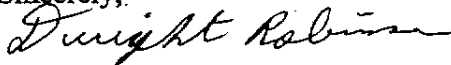
Re: Incorporation for International Development Enterprise Inc.

Dear Sir/Mam,;

Please find enclosed a \$70.00 filing fee for the International Development Enterprise a profit corporation

Thanking you in advance for your prompt response to this request. If you should have any questions or need additional information, please feel free to contact me or my point of contact, R.C. Jenkins, MBA, at (904) 465-0080.

Sincerely,



Dwight D. Robinson, CEO  
Chairman of the Board

Cc: Board of Directors  
Corporate File

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TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
International Development Enterprise, Inc.**

*A Profit Organization*

**1. Name.**

The name of the Profit Corporation is **International Development Enterprise, Inc..**

**2. Principal Office and Registered Agent.**

Its registered agent office in the State of **Florida** is at the residence of **Dwight D. Robinson**, who presently resides at **7150 Wiley Road** in the City of **Jacksonville**, Florida, 32210 County of **Duval..**

**3. Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law for the State of **Florida** .

**4. Capital Stock.**

100 shares of capital stock will be issued by the Corporation.

**5. Incorporator.**

The name and mailing address of the incorporator is:

**Dwight Robinson, 7150 Wiley Road, , Jacksonville, Florida 32210**

**Jackie B. Robinson, 7150 Wiley Road , Jacksonville, Florida 32210**

**Malieka Lawson, 7150 Wiley Road Jacksonville, Florida 32210**

**6. Existence.**

The **International Development Enterprise, Inc.** is to have A perpetual life existence of 99 years.

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7. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. **Management.**

Subject to the provisions of the laws of the State of **Florida**, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

(a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the **International Development Enterprise, Inc.** shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors for **International Development Enterprise, Inc.** shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors of **International Development Enterprise, Inc.** shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for

any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors **International Development Enterprise, Inc.** shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors **International Development Enterprise, Inc.** may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The **International Development Enterprise, Inc.** reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

The organization has designated Dwight D. Robinson as Registered Agent as appointed by the Board of Directors at its March 1, 2005 meeting.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this **Articles** of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 11 Day of March 2005.

Dwight Robinson  
Dwight Robinson, Chairman

**State of Florida**

) ss

**County of Duval**

BE IT REMEMBERED that on this       day that Dwight D. Robinson personally came before me, a Notary Public for the State of Florida, personally appeared before me and that the same person who executed the foregoing **Articles** of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Melissa Matos

Notary Public

My commission expires:

5-27-07



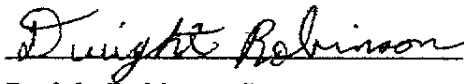
## ***ACTION BY INCORPORATOR***

The undersigned, Dwight Robinson, **Jackie B. Robinson**, and Malieka Lawson being the incorporators of **International Development Enterprise, Inc.** (the "Corporation"), in accordance with governing law, do hereby take the following action:

The undersigned hereby elect the following persons to be directors of the **International Development Enterprise, Inc.**, to serve until the first annual meeting of stockholders or until their successors are elected and qualified: **Dwight Robinson, Chairman, CEO Jackie B. Robinson, Vice President, Malieka Lawson, Secretary/Treasurer.**

The undersigned hereby waive all right, title and interest in and to any stock or property of the Corporation and any right in the management thereof arising out of or connected with performing duties as incorporators.


Dated: March 1, 2005



Dwight Robinson, Incorporator



Jackie B. Robinson, Incorporator



Malieka Lawson, Incorporator

## CERTIFICATE

I, Dwight D. Robinson, do hereby certify that I am the duly elected and qualified Founding Board Member for International Development Enterprise, Inc. and that the following is a true and correct copy of resolutions duly adopted March 1, 2005 in a general planning meeting of the Board of Directors of said organization pursuant to the requirements of the **Articles** of Incorporation and Bylaws of said corporation, and that such resolutions are now in full force.

IN WITNESS WHEREOF, I have hereunto subscribed my name as Secretary and have caused the corporate seal of said corporation to be affixed hereto this March 1, 2005.

  
Dwight D. Robinson Chairman

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