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DIVISION OF CORPORATIONS
05 MAR 23 PM 3:10

B. McKnight MAR 29 2005

TMN SYSTEMS, INC.
8282 Western Way Cir., Suite 1105
Jacksonville, FL 32086

TRANSMITTAL LETTER

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

Subject: TMN Systems, Inc.

Encloses are the original and one (1) copy of the articles of incorporation and a check for \$78.75 for the Filing fee and a Certified Copy.

Sincerely,

A handwritten signature in black ink, appearing to read "Christopher B. Rea", written over a horizontal line.

Christopher B. Rea
8282 Western Way Cir., Suite 1105
Jacksonville, FL 32056
904-861-2156

**ARTICLES OF INCORPORATION
OF
TMN SYSTEMS, INC.**

ARTICLE I – NAME

The name of this corporation is TMN Systems, Inc.

ARTICLE II – ADDRESS

The mailing address of the corporation will be:

TMN Systems, Inc.
8282 Western Way Cir., Suite 1105
Jacksonville, FL 32256

ARTICLE III – PURPOSE

This corporation is organized for the following purposes:

- (a) To operate and provide Online Services
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether, real, personal, tangible or intangible
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of \$.01 par value common stock. Each outstanding share, regardless of class shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders. The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

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DIVISION OF CORPORATIONS
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ARTICLE V – INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and street address of the initial registered office of this corporation is:

Christopher B. Rea
8282 Western Way Cir., Suite 1105
Jacksonville, FL 32256

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may either be increased or diminished from time to time by-law but shall never be less than one (1). All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The names and addresses of the initial directors are:

Christopher B. Rea
37 Monterey Street
Ponte Vedra Beach, FL 32082

Ron Classen
Medoras Avenue
Saint Augustine, FL 32080

Susan Guernon
1219 Ft. Peyton Dr.
Saint Augustine, FL 32086

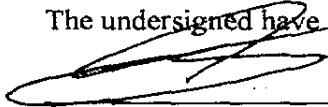
ARTICLE VII – INCORPORATOR

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


Christopher B. Rea
37 Monterey Street
Ponte Vedra Beach, FL 32082

Susan Guernon
1219 Ft. Peyton Drive
Saint Augustine, FL 32086

The undersigned have executed these Articles of Incorporation this 21st day of March, 2005.



Christopher B. Rea, President



Susan Guernon, Secretary

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the Corporation is: TMN Systems, Inc.
2. The name and address of the registered agent and office is:

Christopher B. Rea
8282 Western Way Cir., Suite 1105
Jacksonville, FL 32256

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act at this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.



(Signature)

3-21-05

(Date)

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