

P05000057512

Rita K. Montgomery,

P.O. Box 611592

Rosemary Beach, FL 32461

(Address)

(Address)

(City/State/Zip/Phone #)

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05 APR 19 AM 7:27
TALLAHASSEE, FLORIDA

T. Burch APR 20 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 16, 2005

RITA K. MONTGOMERY
PO BOX 611592
ROSEMARY BEACH, FL 32461

SUBJECT: JUST DUST INVESTMENTS, INC.
Ref. Number: W05000013670

We have received your document for JUST DUST INVESTMENTS, INC. and your check(s) totaling \$112.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 505A00018072

JUST DUST AND R & R INVESTMENTS, INC.
ARTICLES OF INCORPORATION

A CLOSE CORPORATION

FILED
05 APR 19 AM 7:27
TALLAHASSEE, FLORIDA

FIRST

Rita K. Montgomery, whose address is P.O. Box 611592, Rosemary Beach, Florida 32410⁶¹ being at least eighteen years of age, hereby forms a corporation under and by virtue of the General Laws of the State of Florida.

SECOND

The name of the corporation (which is hereafter referred to as the "Corporation") is Just Dust and R & R Investments, Inc., a Close Corporation.

THIRD

The purposes for which the Corporation is formed are:

- (1) to sell, purchase and develop real estate, and
- (2) to do anything permitted by the General Laws of the State of Florida.

FOURTH

The post office address of the principal office of the Corporation in this state is 97 Patina Boulevard, Seacrest Beach, FL 32413. The name and address of the Registered Agent of the Corporation in this state is Rita K. Montgomery, 97 Patina Boulevard, Seacrest Beach, FL 32413. Said Registered Agent is an individual actually residing in this state.

FIFTH

The total number of shares of capital stock which the Corporation has authority to issue is One Thousand (1,000) shares of common stock, without par value.

SIXTH

The number of Directors of the Corporation shall be One, which may be increased pursuant to the By-Laws of the Corporation, but shall never be less than one (1), provided that;

- (1) If there is no stock outstanding, the number of Directors may not be less than one (1); and
- (2) If there is stock outstanding, and so long as there are less than Two (2) stockholders, the number of Directors may be One (1), but not less than the number of stockholders.

The name and address of the Director who shall act until the first annual meeting of the shareholders or until the successors are chosen and qualify is Rita K. Montgomery, 97 Patina Boulevard, Seacrest Beach, FL 32413.

SEVENTH

The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized;
- (2) The Board of Directors of the Corporation may classify or reclassify any unissued shares by fixing or altering in any one or more respects, from time to time, before issuance of such shares, the preferences, rights, restrictions and qualifications of, the dividends on, the terms and prices of redemption of, and the conversion rights of such shares.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of the Articles of Incorporation, or constructed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the General Laws of the state of Florida now or hereafter in force.

EIGHT

Except as may otherwise be provided by the Board of Directors, no holder of any share of stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instrument evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation as the incorporators of this Corporation, this 9th day of April, 2005, and I acknowledge the same to be my act.

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

Brenda Ketch
Witness

Rita K. Montgomery
Rita K. Montgomery