

P05000074703

Brightman-Merrell
1354 Heritage Acres Blvd
Rockledge, FL 32955

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

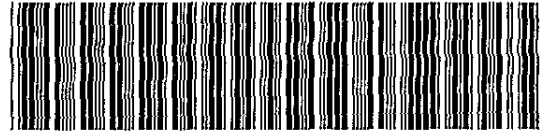
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W05-22191

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04/29/05--01024--011 **78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Burch MAY 24 2005



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 3, 2005

JASMINE L. BRIGHTMAN
1354 HERITAGE ACRES BLVD
ROCKLEDGE, FL 32955

SUBJECT: COMPETENTLY YOURS, INC.
Ref. Number: W05000022191

We have received your document for COMPETENTLY YOURS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list at least one incorporator with a complete business street address.

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: 905A00031391

CERTIFICATE OF INCORPORATION

ARTICLE I

The name of this corporation shall be Competently Yours, INC.

ARTICLE II

The general nature of the business to be transacted is as follows: to engage in any lawful business in any lawful manner in any place in this state, nation, or any place or country in the world wherever desired, and upon compliance and in accordance with and pursuant to the laws, rules, statutes, treaties, regulations and customs thereof, including foreign trade, shipping, air, water, rail, automotive, or other transportation, manufacturing, public utilities, mining and development of minerals, oil production, refining, marketing and related businesses, investments, motion, talking or silent or other visual or sound pictures, or television, farming, packing, canning, lumbering, real estate, insurance, ship building, salvage, marketing retail, wholesale, or other business or businesses, operation of hotel lodging or housing accommodations of every kind and description, and any other lawful business, new or hereafter authorized to be conducted lawfully in this or any other country of the world.

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign or transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise, and real and personal property of every class and description.

To acquire and pay for in cash, stocks or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligation or liability of any person, firm, association or corporation engaged in the same or similar businesses.

To purchase, hold sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof, to exercise all the rights, powers and privileges of ownership.

To borrow money, to issue bonds, debentures, notes or other obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise. To make, purchase or otherwise acquire, deal in and carry out contracts for or in relation to any of the foregoing businesses that may be necessary and lawful under the act pursuant to which this corporation is organized.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the

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States, Districts, Territories and Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

In general, to have and exercise all the powers conferred by the laws of Florida upon corporations formed under the General Corporation Act of 1925, and, as amended, it being hereby expressly provided that the enumeration of the foregoing specific powers shall not be held to limit or restrict in any manner the general powers of the corporation.

It is the intent of this corporation to engage specifically in the following businesses: tutoring, beauty consultant – hair, nails, pedicures, and facials, management and maintenance of rental property, domestic services, tax preparation and consultation, automotive repairs, operations and manufacturing.

To engage in the business of trucking for hire including specifically the authorization to conform to any and all state or local regulations concerning trucking or other drayage business.

Commercial and retail landscaping including nursery service, landscape care, including the hiring of employees possessed of special knowledge concerning landscape architecture or other ancillary services.

To engage in general plans development, patents, reproduction and sales commercials, retail and/or by mail.

ARTICLE III

The capital stock of this corporation shall consist of 1,000 shares of the par value of \$1.00 per share.

Holders of Common Stock in this corporation shall be entitled to one (1) vote for each and every share of Common Stock standing in his, hers, or its name at any and all meetings of the stockholders of the corporation. Proxies for the voting of the common stock shall be set forth by the By-Laws of the corporation.

In the event of liquidation, dissolution or winding up of the corporation, the assets and funds of the corporation shall be paid to and distributed among the holders of the Common Stocks.

ARTICLE IV

The amount of capital with this corporation shall begin business shall be ONE THOUSAND (1,000.00) DOLLARS.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 1354 Heritage Acres Blvd, Rockledge, Florida, County of Brevard, but the corporation may establish such other offices within and without the State of

Florida as may be necessary or as may be determined by its Board of Directors.

ARTICLE VII

The number of Directors of this corporation shall be not less than two (2) and not more than eleven (11) who need not be stockholders.

ARTICLE VIII

The names and addresses of the first Board of Directors who, subject to the provisions of this Certificate of Incorporation, the By-Laws and the laws of the State of Florida, shall hold office until the first annual meeting of the corporation or until their successors are elected and qualified, are as follow:

<u>NAME</u>	<u>ADDRESS</u>
JASMINE L. BRIGHTMAN	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
JAMES L. BRIGHTMAN, III	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
BERNADETTE P. BRIGHTMAN-MERRELL	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
KEITH P. MERRELL, SR.	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955

ARTICLE IX

The names and addresses of the officers of the corporation who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JASMINE L. BRIGHTMAN	PRESIDENT	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
JAMES L. BRIGHTMAN, III	VICE-PRESIDENT	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
BERNADETTE P. BRIGHTMAN-MERRELL	VICE-PRESIDENT	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955
KEITH P. MERRELL, SR.	SECRETARY/ TREASURER	1354 HERITAGE ACRES BLVD. ROCKLEDGE, FL 32955

ARTICLE X

The names of each subscriber to the Certificate of Incorporation and the number of shares of stock of this corporation which each agrees to take and the amount paid for these shares are as follows:

<u>NAME</u>	<u>SHARES</u>	<u>PAID</u>
JASMINE L. BRIGHTMAN	400	\$400
JAMES L. BRIGHTMAN, III	200	\$200
BERNADETTE P. BRIGHTMAN-MERRELL	200	\$200
KEITH P. MERRELL, SR.	200	\$200

ARTICLE XI

Be it further provided hereunder that in the event a stockholder either for himself, his heirs, representatives or assigns, shall desire to sell the shares of stock by said person in this corporation, said stockholder, his heirs, legal representatives and assigns, shall be required to offer said stock for sale to the corporation, having given the corporation, ninety (90) days after the receipt of written notice of intent to sell, the corporation is unable to purchase or is unwilling to purchase said stockholder's shares, said stockholder shall then be obliged to offer his shares of stock in the corporation to the other stockholders of the corporation for purchase by said stockholders and if the stockholder intending to sell has mailed to the other stockholders a copy of the letter mailed to the corporation of his intent to sell ninety (90) days prior to the date of offer to the other stockholders, the other stockholders shall have seven (7) days after the ninetieth (90) day within which to purchase the selling stockholder's stock, otherwise if the selling stockholder has not mailed a copy of the ninety (90) day notice as aforesaid, then the other stockholders shall have ninety (90) days from the date that they are notified of the selling stockholder's intent to sell.

If the corporation By-Laws shall contain a repurchase formula, than such formula shall determine the cost of said stock to either the corporation or the other stockholders as the case may be. In the absence of a repurchase formula set forth in the corporate By-Laws, then the book value of the corporate stock at the time that sale is offered of said stock shall be controlling as the price thereof.

IN WITNESS WHEREOF, the Incorporators have hereunto set their hands and seals this 18th day of April, 2005.

Jasmine L. Brightman
JASMINE L. BRIGHTMAN
B. B. Merrell
BERNADETTE P. BRIGHTMAN-MERRELL

James L. Brightman, III
JAMES L. BRIGHTMAN, III
Keith P. Merrell, Sr.
KEITH P. MERRELL, SR

STATE OF FLORIDA)
COUNTY OF BREVARD)

On this day personally appeared before me the undersigned authority, known to me to be the individuals described in and who executed the foregoing Certificate of Incorporation, and they severally acknowledge before me that they executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Brevard County, Titusville, Florida, this 18th day of April, 2005.

Barbara E. Hicks

Barbara E. Hicks
My Commission DD239799
Expires August 07, 2007

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS 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: Competently Yours, Inc.

1354 Heritage Acres Blvd.

Rockledge, FL 32955

2. The name and address of the registered agent and office is:

Jasmine L. Brightman

1354 Heritage Acres Blvd

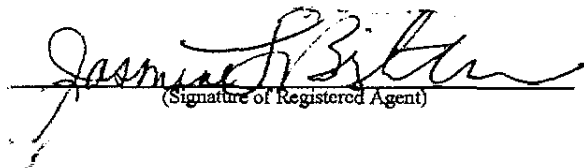
(P.O. Box NOT acceptable)

Rockledge, FL 32955

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 in 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 obligations of my position as registered agent.


(Signature of Registered Agent)

5/5/05

(Date)