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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 JUN -6 PM 4:07

B. McKnight JUN 06 2005

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Wheeler Technology Associates, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** William R. Wheeler

Name (Printed or typed)

6969 Edgeworth Drive

Address

Orlando, FL 32819

City, State & Zip

407-370-0875

Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
FOR  
WHEELER TECHNOLOGY ASSOCIATES, INCORPORATED**

FILED STATE  
SECRETARY OF CORPORATIONS  
05 JUN -6 PM 4:07

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida pursuant to Chapter 607 or 621 F.S.

**ARTICLE ONE.**

**NAME**

The name of this corporation is **WHEELER TECHNOLOGY ASSOCIATES, INC.**

**ARTICLE TWO.**

**LOCATION OF PRINCIPAL OFFICE**

The principal office for the transaction of business of this corporation is to be located at 6969 Edgeworth Drive, Orlando, in Orange County, Florida 32819 or at such other location as may be from time to time designated by the Board of Directors of said corporation.

**ARTICLE THREE.**

**OBJECTS AND SPECIFIC PURPOSES FOR A PROFESSIONAL CORPORATION**

The objects and purposes for which this corporation is formed are:

To conduct and transact generally the business of a for-profit corporation and to do all things and exercise all powers and perform all functions that a for-profit corporation is authorized or empowered to do, exercise, or perform under and by virtue of the laws of Florida, or that it may be by law hereafter authorized to do, exercise, or perform or provide computer technical services and related products and do all the above things as a for-profit corporation and insofar as is consistent with the laws of Florida.

**ARTICLE FOUR.**

**CAPITALIZATION**

The total number of shares that the corporation is authorized to issue is one-hundred (100) shares, and all such shares are to have a par value, and the aggregate par value of all such shares is One hundred dollars (\$100.00). The consideration to be paid for each share shall be in money, property or services.

The amount of capital with which this corporation shall begin this business is not less than \$500.00. All shares of stock in the corporation are assignable, and any stockholder

may sell, assign and transfer his shares and certificate of certificates of stock at pleasure; except that no member can sell to one not a stockholder without first offering his stock for sale to the other stockholders as provided herein, and having given them a reasonable opportunity to purchase, and except further, that no such transfer or assignment shall be void unless and until it shall have been entered upon the books of the company and the old certificate or certificates have been surrendered for cancellation to the secretary and a new certificate or certificates issued in lieu of the same. No transfer shall be made by the secretary of stock upon the books of the company when made by a member to one not a stockholder, unless such stock shall have first been offered for sale to the other stockholders and they have refused or neglected to purchase it.

The corporation may issue a new certificate of stock in the place of any certificate theretofore issued and alleged to have been lost, stolen or destroyed, but the Board of Directors may require the owner of such lost, stolen or destroyed certificate, or his legal representative, to furnish an Affidavit as to loss, theft or destruction, and to give a bond in such form and substance, and with surety or sureties with fixed or open penalty, as it may direct, to indemnify the corporation against any claim that may be made on account of the alleged loss, theft or destruction of such certificate or certificates.

## ARTICLE FIVE.

### DIRECTORS

The number of Directors of this corporation shall not be less than one. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence, or until their successors are elected and shall have qualified. The number of directors of the corporation is two; the following are the names and residences of the persons appointed to act as directors until their successors are elected and qualified as follows:

Names	Residences
<u>Cecilia A. Wheeler</u>	<u>6969 Edgeworth Drive, Orlando, Florida 32819</u>
<u>William R. Wheeler</u>	<u>6969 Edgeworth Drive, Orlando, Florida 32819</u>

The names and post office addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock of this corporation which he or she agrees to purchase are as follows:

Cecilia A. Wheeler, 51 Shares  
6969 Edgeworth Drive  
Orlando, FL 32819

William R. Wheeler, 49 Shares  
6969 Edgeworth Drive  
Orlando, FL 32819

The names and addresses of the officers of this corporation are as follows:

President  
Cecilia A. Wheeler  
6969 Edgeworth Drive  
Orlando, FL 32819

Secretary/Treasurer/Director  
William R. Wheeler  
6969 Edgeworth Drive  
Orlando, FL 32819

The name and address of the Registered Agent of this corporation is as follows:

William R. Wheeler  
6969 Edgeworth Drive  
Orlando, FL 32819

#### ARTICLE SIX.

##### REGISTERED AGENT

The registered agent for service of process upon the corporation is:

Name	Address in [state]
<u>William R. Wheeler</u>	<u>6969 Edgeworth Drive, Orlando, FL 32819</u>

#### ARTICLE SEVEN.

##### NAME AND ADDRESSES OF THE INCORPORATORS

The name and address of the incorporators of the corporation are as follows:

Names	Residences
<u>Cecilia A. Wheeler</u>	<u>6969 Edgeworth Drive, Orlando, Florida 32819</u>
<u>William R. Wheeler</u>	<u>6969 Edgeworth Drive, Orlando, Florida 32819</u>

## ARTICLE EIGHT.

### DURATION OF CORPORATE EXISTENCE

The corporate existence of this corporation shall continue perpetually. The articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholder's meeting by a majority vote of all the stockholders.

In witness whereof, we, the incorporators, have set our hands and seals, acknowledged and filed the above and foregoing Articles of Incorporation under the laws of the State of Florida, this 1<sup>st</sup> day of June, 2005. Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I/WE are familiar with and accept the appointment as listed below and agree to act in this capacity.

Signed, sealed and delivered in the presence of:

Signature/Registered Agent William R. Wheeler Date: 6/1/05  
Signature/Incorporator Cecilia Ann Wheeler Date: 6/1/05  
[Signatures]

State of Florida  
County of Orange

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and county above cited to take acknowledgements, personally appeared William Richard Wheeler, to me know to be the person described as subscriber and registered agent; and Cecilia Ann Wheeler, to me know to be the person described as subscriber, and acknowledged before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 1<sup>st</sup> day of June, 2005

(Notary Seal)



SANDELLI RIVERA-TORRES  
MY COMMISSION # DD 336791  
EXPIRES: January 31, 2007  
Bonded Thru Budget Notary Services

Sandrelli Rivera-Torres  
Notary Public

My Commission Expires: 1-31-07

[Seals]

[Acknowledgment]