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### Law Offices of Rodney G. Fair, Esq., P.A.

South Florida

I 1906 Sandy Run Jupiter, Florida 34378 Phone 561-746-8237

Fax 561-746-8237

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

June 8, 2005

Re: Articles of Incorporation, for the Newly Formed Corporation, EMERGENCY MANAGEMENT SERVICES, INC.

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#### Gentlemen:

I have enclosed the Articles of Incorporation for the above mentioned Corporation, and a check in the amount of \$ 78.75, representing the full payment for filing the Articles of Incorporation, the Designation and Acceptance of the Registered Agent, and the cost to receive a certified copy of the Certificate of Incorporation.

Please return the certified copy of the Article of Incorporation and the Certificate of Incorporation to the law firm indicated above.

Thank you for your assistance in this matter.

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Sincercty

Attorney Bar #123017

## ARTICLES OF INCORPORATION OF

### EMERGENCY MANAGEMENT SERVICES, INC.

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida

#### ARTICLE I

The name of the corporation shall be EMERGENCY MANAGEMENT SERVICES, INC.

## ARTICLE II PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is "6807 South 19<sup>th</sup> Drive, Lantana, Palm Beach County, State of Florida, 33462". The corporation shall have the power to move the principal office to any other address in the State of Florida, as may be deemed expedient.

The name and address of the initial registered agent of the corporation are, JOHN SNOW, of 6807 South 19<sup>th</sup> Drive, Lantana, Florida, 33462, and the corporations's principal office is located at 6807 South 19<sup>th</sup> Drive, Lantana, Florida, 33462.

# ARTICLE III DURATION

The period of the corporation's duration shall be perpetual, that is, until the corporation is dissolved by a vote of 2/3 of the shareholders as provided in the by-laws.

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### ARTICLE IV PURPOSE

This corporation is organized and formed to provide advise, planning, and classroom training to government agencies and private organizations regarding emergency management services. The corporation shall develop, draft, publish and update emergency management plans for governmental agencies and private organizations. The specific subject matters, to include but not be held to limit or restrict in any manner, the consulting with emergency responders, the providing of class room instructions, the development of a comprehensive plan to prepare a client's staff to respond, recover and mitigate injury, losses and damages after a natural or man made emergency. The corporation shall review and update agency and private company's emergency plans; and the corporation shall evaluate organizational emergency plans for certification.

### ARTICLE V CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is One Thousand (1,000) shares. These shares shall be of a single class of common stock, and shall have a par value of One Dollar and no cent (\$1.00) per share. Each of said shares of stock shall entitle the holder thereof to One (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, or in property, at the fair valuation fixed by the incorporator, or by the board of directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable.

### ARTICLE VI CAPITALIZATION

The amount of capital with which the corporation will use to begin this business shall be not less than One Thousand Dollars (\$1,000.00).

### ARTICLE VII CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on corporations by the laws of the State of Florida, including, but not limited to, the following: to own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purpose or objects of this corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its lawful purpose; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or times secured by mortgages or otherwise.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

### ARTICLE VIII INCORPORATORS

The name and street address of the subscriber of these articles of incorporation as the incorporator is:

JOHN SNOW

6807 South 19th Drive Lantana, Florida, 33462

### ARTICLE IX DIRECTORS

The corporation is to be managed by a board of directors which shall consist of not less than one (1) and not more than five (5), the number of directors shall be fixed by the corporate by-laws. There shall be one director constituting the initial board of directors; the name and address of the initial director is:

JOHN SNOW

6807 South 19<sup>th</sup> Drive Lantana, Florida, 33462 The single member of the first board of directors shall hold office for the first year of the existence of the corporation or until her successors are elected or appointed and have qualified.

# ARTICLE X RIGHT TO AMEND, ALTER, CHANGE

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.

JOHN SNOW

STATE OF FLORIDA

COUNTY OF PALM BEACH SS:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and county named above to take acknowledgments, personally appeared JOHN SNOW to me known [ Yes], or [ No] who furnished his photo Florida Driver's License # ( \$500-464-45-265-0) as identification, to be the person described above and who subscribed to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal, at Jupiter, Florida, this 8th day of June, 2005.

INEZ M. FAIR
MY COMMISSION # DD354825
EXPIRES: November 07, 2008
1400-3 NOTARY
FI. Notary Discount Assoc Co.

INEZ M. FAIR

(Notary Public)

State of Florida at Large

My Commission Expires: Nov. 7, 2008

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

The Stock subscribers of the EMERGENCY MANAGEMENT SERVICES, INC., corporation desiring to organize under the laws of the State of Florida with its principal office at 6807 South 19<sup>th</sup> Drive, Lantana, Palm Beach County, State of Florida, 33462, as indicated in the Articles of Incorporation, has named JOHN SNOW of 6807 South 19<sup>th</sup> Drive, Lantana, Palm Beach County, State of Florida, 33458, as its agent to accept service of process within this State.

#### ACCEPTANCE BY REGISTER AGENT

Having been named to accept service of process for the EMERGENCY MANAGEMENT SERVICES, INC., corporation, at the place designated in Article II of the these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, he is familiar with and accepts the duties and responsibilities as registered agent for the corporation and he further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 8th day of June, 2005.