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05 JUL 27 AM 7:38  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

T. Burch JUL 29 2005

## TRANSMITTAL LETTER

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

**SUBJECT:** Chilly Willies Italian Ices, 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      ☒ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

**FROM:** Marie T. Blume, Esq.  
Name (Printed or typed)

452 Pleasant Grove Rd.  
Address

Inverness, FL 34452  
City, State & Zip

352-726-0901  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**CHILLY WILLIES ITALIAN ICES, INC.**

The undersigned, acting as incorporators of the corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation shall be:

CHILLY WILLIES ITALIAN ICES, INC.

**ARTICLE II. DURATION.**

This corporation shall have perpetual existence.

**ARTICLE III. PURPOSES**

The purposes for which the incorporation is sales of frozen and/or chilled foods and refreshments and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all things incidental to them or connected with them that are not forbidden by Florida corporation laws or other laws or by these Articles of Incorporation and to carry out the said purposes in any state, territory, district or possession of the United States or in any foreign country to the extent that these purposes are not forbidden by the laws of said state, territory, district or possession of the United States or foreign country.

**ARTICLE IV. AUTHORIZED SHARES**

The aggregate number of shares of stock the corporation shall have the authority to issue is Two Thousand Five Hundred (2,500) shares of \$1.00 par value common stock, which shall be designated "common shares". Said shares shall be

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TALLAHASSEE, FLORIDA

of a single class and shall have the par value as stated herein. All issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to natural persons, estates or trusts as defined in Section 1361(c)(2) or any amendment or successor sections thereto of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a non-resident alien.

#### **ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The address of the initial registered agent is:

6012 W. Bovio Court  
Dunnellon, FL 34433

and the name of the initial registered agent at such address is:

JEAN C. SULLIVAN

#### **ARTICLE VI. INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members who shall be JEAN C. SULLIVAN and FRANK D. SERVIDIO and who shall serve as directors until the first annual meeting of the shareholders or until their successors shall have been elected and qualified. The address of the initial director is:

6012 W. Bovio Court  
Dunnellon, FL 34433

The number of members of the Board of Directors may be increased or decreased by a majority vote of shareholders.

#### **ARTICLE VII. INITIAL INCORPORATORS**

The names and address of the initial incorporators are:

JEAN C. SULLIVAN

who reside at:

6012 W. Bovio Court  
Dunnellon, FL 34433

#### **ARTICLE VIII. SHAREHOLDER ACTION**

An affirmative vote of the majority of the shares of the corporation shall be required for any shareholder action, unless otherwise set forth in the By-laws.

#### **ARTICLE IX. AMENDING ARTICLES**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting with not less than a majority vote of the common stock.

#### **ARTICLE X. PREEMPTIVE RIGHTS.**

The holders of the common stock of this corporation shall have preemptive rights to purchase at prices, terms and conditions which shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, property or services from time to time in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder and all shares of common stock currently authorized (authorized and issued).

#### **ARTICLE XI. PRINCIPAL OFFICE**

The principal place of business and the mailing address of this corporation shall be:

6012 W. Bovio Court  
Dunnellon, FL 34433

**IN WITNESS WHEREOF**, the undersigned incorporators have executed

these Articles of Incorporation at Inverness, Citrus County, Florida on this the 20<sup>th</sup> day of July, 2005.

Jean C Sullivan  
JEAN C. SULLIVAN  
Incorporator

STATE OF FLORIDA  
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of July, 2005, by JEAN C. SULLIVAN, who is personally known to me or who produced the identification set forth below and who did not take an oath.

Identification Produced: FL DL



Coreen Cole  
Commission #DD293735  
Expires: Feb 24, 2008  
Bonded Thru  
Atlantic Bonding Co., Inc.

Coreen Cole  
NOTARY PUBLIC  
My Commission Expires: 2/24/08

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Jean Sullivan  
Signature/Registered Agent

7/20/05  
Date