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TALLAHASSEE, FLORIDA

9/27/05  
BWK

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September 19, 2005

Division of Corporations  
Florida Department of State  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: M.E.L. Services, Inc.

Ladies and Gentlemen:

Please accept for approval and filing the enclosed Articles of Incorporation of the above named new Florida corporation not for profit.

In addition, enclosed is an acceptance of the resident agent designated in the Articles of Incorporation.

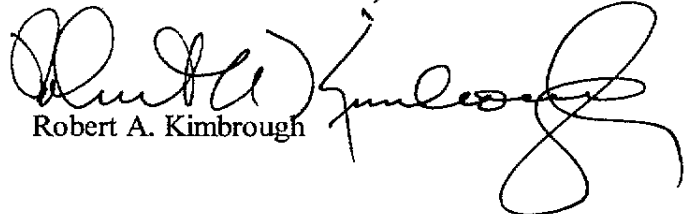
We request the approval and filing of the Articles of Incorporation, the preparation and transmittal to me of a certified copy of the Articles of Incorporation and a Certificate of Status.

Enclosed is my check in the amount of \$87.50 representing \$35.00 filing fee, \$35.00 designation and acceptance of resident agent fee, \$8.75 for certified copy and \$8.75 for Certificate of Status.

Thank you for your attention to this matter.

Sincerely,

KIMBROUGH & KOACH, LLP

  
Robert A. Kimbrough

RAK/cp  
Enclosures

ARTICLES OF INCORPORATION  
OF  
M.E.L. SERVICES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: M.E.L. SERVICES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: To engage in any and every lawful activity, aspect and phase of the business of pick up and delivery of articles to be dry cleaned and, in addition, related activity of computer programming and consulting; and to carry on, engage in and conduct any business or businesses or do any act or acts which a natural person or persons might do, and which are necessary, convenient or expedient to accomplish the purposes for which this corporation is formed and such as are not repugnant to law; and to manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest, trade in, deal in with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

The foregoing statements shall be construed as powers, as well as purposes, and, in addition, the corporation shall have such powers as are now or hereafter will be granted to general private corporations under the laws of this state and any other state or territory of the United States in which it may qualify to do business.

ARTICLE THREE. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand (10,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The shareholders of the corporation may include in agreements among themselves the following as valid matters of agreement.

1. Any limitation upon the transferability or assignment of the stock;
2. The conferring of pre-emptive rights of purchase upon stockholders of the corporation as conditions precedent to the sale or transfer of any issued stock.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is greater than Five Hundred Dollars (\$500.00).

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually unless dissolved according to law.

#### ARTICLE VI. PRINCIPAL OFFICE

The address of the principal office, the mailing address of the corporation and the street address of the initial registered office of the corporation is 7518 42<sup>nd</sup> Court East, Sarasota, Florida 34243 and the name of its initial registered agent at such address is MERRITT E. LAUBER. In addition, the corporation may establish branch offices at other locations either within or out of this state.

#### ARTICLE VII. DIRECTORS

This corporation shall not have directors initially and shall not have directors until such future time, as the stockholders shall by proper resolution create a Board of Directors of not less than three or more than seven members.

#### ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
MERRITT E. LAUBER	7518 42 <sup>nd</sup> Court East Sarasota, Florida 34243

#### ARTICLE IX. MANAGEMENT OF CORPORATION

The business of the corporation shall be managed by the stockholders of the corporation unless and until a Board of Directors is formed as provided pursuant to law.

If this corporation enters into contracts or transacts business with one or more of its officers, or with any firm of which one or more of its officers are members, or with any other corporation or association of which one or more of its officers are shareholders or officers, such contract or transaction shall not be invalidated or in any way affected by the fact that such officer or officers have or may have interests therein which are or might be adverse to the interests of this corporation, provided such contract or transaction is entered into in good faith and in the usual course of business.

#### ARTICLE X. CAPITAL STRUCTURE


The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) stockholders.

#### ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by stockholders owning not less than two-thirds ( $2/3^{\text{rds}}$ ) of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII. BY-LAWS

By-Laws of the corporation may be adopted or amended by approval of stockholders owning two-thirds ( $2/3^{\text{rds}}$ ) of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that certain By-Laws or amendments thereto be made.

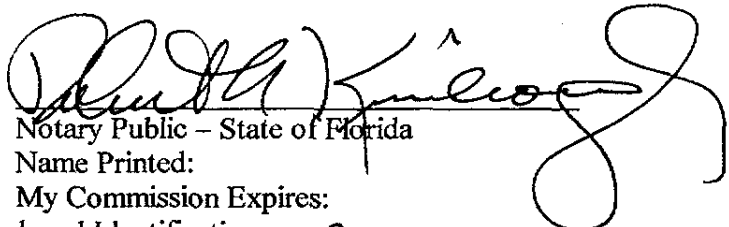
  
MERRITT E. LAUBER

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the county and state named above to take acknowledgments, personally appeared MERRITT E. LAUBER, to me known to be the person(s) described as subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the county and state named this 19<sup>th</sup> day of September 2005.



  
Notary Public - State of Florida  
Name Printed:  
My Commission Expires:

Personally Known yes OR Produced Identification yes  
Type of Identification Produced FL Drivers License

FILED

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of FS § 607.0501 or FS § 617.0501, 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 M.E.L. SERVICES, INC.
2. The name and address of the registered agent and office is:

7518 42<sup>nd</sup> Court East  
Sarasota, Florida 34243

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.

  
MERRITT E. LAUBER