

P05000134 914

The Law Office of Leslie Quinn, P.A.

16910 S. U.S. Hwy. 441, Suite 205
Summerfield, FL 34491

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600059724886

09/19/05--01051--010 **169.75

FILED

05 OCT -3 PM 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/4/05 BWT
WDS-43802

The Law Office of Leslie Quinn, P.L.

Leslie Quinn **Licensed in Texas and Florida

16910 SE U.S. Hwy 441, Suite 205, Summerfield, FL 34491
Telephone: (352) 347-6318/ Facsimile (352) 307-3473
Outside Marion County 1-800-301-6138

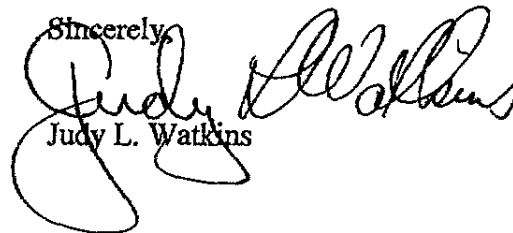
September 26, 2005

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Teresa Brown

Dear Teresa,

Enclosed are the forms I received back in today's mail regarding Gray Eagle Holdings, Inc. Per our conversation this afternoon, I mailed you the Application for withdrawal form signed by our client. After depositing the letter and form in the mailbox, I received the enclosed. Please call me upon receipt of this documentation. Thank you.

Sincerely,


Judy L. Watkins

JLW

Enclosure



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 21, 2005

LESLIE QUINN, P.A.
16910 S. U.S. HWY 441
SUITE 205
SUMMERFIELD, FL 34491

SUBJECT: GRAY EAGLE HOLDINGS, INC.
Ref. Number: W05000043802

We have received your document for GRAY EAGLE HOLDINGS, INC. and your check(s) totaling \$163.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6840.

Bruce W Kitchens
Document Specialist
New Filings Section

Letter Number: 305A00057816

CERTIFICATE OF DOMESTICATION

The undersigned, Bruce Michael Hall, President
(Name) (Title)

of Gray Eagle Holdings, Inc. a foreign Corporation,
(Corporation Name)

in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was April 16, 1998.

2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the State of Nevada.

3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Gray Eagle Holdings, Inc.

4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Gray Eagle Holdings, Inc.

5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

10250 SE Highway 441, Bellevue, Florida

6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President of Gray Eagle Holdings, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done

so this the 29 day of August, 2005.


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>78.75</u>
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

OF

GRAY EAGLE HOLDINGS, INC.

FILED

05 OCT -3 PM 12: 29

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - NAME
PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Gray Eagle Holdings, Inc. and its principal place of business shall be located at 10250 SE Highway 441, Belleview, Florida 34420.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at (\$0.01) par value, which shall be designated as "Common Shares."

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16910 S. U.S. Hwy 441, Suite 205, Summerfield, Florida 34491, and the name of the initial registered agent of this corporation at that address is Leslie Quinn.

ARTICLE VII
DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
M. Bruce Hall	1640 SE 91st Place, Ocala, Florida 34420

ARTICLE VIII
OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
M. Bruce Hall, President	1640 SE 91st Place, Ocala, Florida 34420
Jackie Lynn Hall, Vice President	1640 SE 91st Place, Ocala, Florida 34420
M. Bruce Hall, Secretary	1640 SE 91st Place, Ocala, Florida 34420
M. Bruce Hall, Treasurer	1640 SE 91st Place, Ocala, Florida 34420

ARTICLE IX
INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
M. Bruce Hall, President	1640 SE 91st Place, Ocala, Florida 34420

ARTICLE X
INDEMNIFICATION


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided S607.0831, Florida Statutes (2004).

ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: 8-29-05 20

By 
M. Bruce Hall, Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED

05 OCT -3 PM 12: 29

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First, that Gray Eagle Holdings, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Leslie Quinn, located at 16910 S. U.S. Hwy 441, Summerfield, Florida 34491, as its agent to accept service of process within Florida.

Dated: August 29, 2005

By Gray Eagle Holdings
By M. Bruce Hall
M. Bruce Hall, Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: August 29, 2005

By Leslie Quinn
Leslie Quinn, Registered Agent