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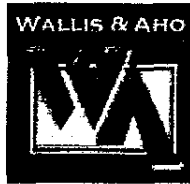


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DIVISION OF CORPORATIONS
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B. McKnight OCT 05 2005



Wallis and Aho, Enrolled Agents



300 South Dixie Highway, Suite C ♦ Lantana, Florida 33462
Phone 561-547-9950 ♦ Fax 561-547-4946 ♦ Email wallaho@bellsouth.net

September 26, 2005

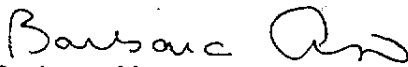
Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Gentlemen:

Attached are the Articles of Incorporation and the proper fees.

Please issue a Certificate of Incorporation and return it directly to Wallis & Aho,
Enrolled Agents at the above address.

Very truly yours,


Barbara Aho

ARTICLES OF INCORPORATION

We, the undersigned, submit the following articles for the purpose of organizing a corporation under the laws of the STATE OF FLORIDA, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I, NAME

The name of the corporation will be:

DAVID D. CANTLEY AND ASSOCIATES, INC.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the UNITED STATES OF AMERICA and of the STATE OF FLORIDA.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock, of one dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than five hundred dollars (\$ 500.00)

ARTICLE V, TERM OF EXISTENCE

This corporation is to have perpetual existence.

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ARTICLE VI, ADDRESS

The initial address in the State of Florida of the Principal offices of the corporation will be:

564 S. COUNTRY CLUB DRIVE
ATLANTIS, FLORIDA 33462

The board of directors may from time to time move the principal offices of the corporation to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation will have one director, initially. The number of directors may be either increased or diminished by the by-laws adopted by the shareholders but will never be less than one. The name and address of the initial director of this corporation is:

DAVID D. CANTLEY
564 S. COUNTRY CLUB DRIVE
ATLANTIS, FLORIDA 33462

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator is:

DAVID D. CANTLEY
564 S. COUNTRY CLUB DRIVE
ATLANTIS, FLORIDA 33462

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws will be vested in the Board of Directors and the Shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, S-CORPORATION

This corporation may be an S-Corporation as defined by the Internal Revenue Code so that profits are taxed directly to the shareholders on a pro-rata basis.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Section 607.325, Florida Statutes, the following is submitted:

The corporation has named David D. Cantley, who is located at:
564 S. Country Club Drive
Atlantis, Florida 33462

as its agent to accept service of process within Florida.

Having been named 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, and I further agree to comply with the provision of all statutes relative to the proper performance of my duties, and I accept the duties and obligation of Florida Statutes.

Signed: 

Date 9-26-05

BARBARA CLARK
Notary Public, State of Florida
My Commission Expires Nov. 11, 2005
Commission No. DD 068426
Bonded thru The Byers Agency

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IN WITNESS WHEREOF, THE UNDERSIGNED, AS SUBSCRIBING
INCORPORATOR, HAS HEREUNTO SET MY HAND AND SEAL THIS 26
DAY OF Sept 2005 FOR THE PURPOSE OF FORMING THIS
CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND
HEREBY MAKE AND FILE, IN THE OFFICE OF THE SECRETARY OF
STATE, FLORIDA, THESE ARTICLES OF INCORPORATION, AND
CERTIFY THAT THE FACTS HEREIN CONTAINED ARE TRUE.

SWORN AND SUBSCRIBED BEFORE ME

Barbara Clark

BARBARA CLARK
Notary Public, State of Florida
My Commission Expires Nov. 11, 2005
Commission No. DD 068426
Bonded thru The Byers Agency

THIS 26 DAY OF

Sept. 2005

[Signature]
Incorporator/Registered Agent

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SECRETARY OF STATE
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