

PO5000152774

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

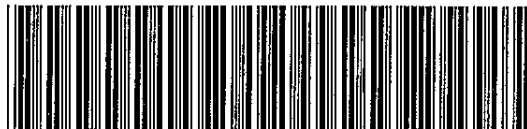
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000061393800

11/16/05--01015--014 **78.75

05 NOV 16 AM 11:56

11/16/05 11:56 AM

B. McKnight NOV 17 2005

COVER LETTER

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

SUBJECT: _____

UNITED Plus Inc

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: _____

UNITED Plus Inc.

Name (Printed or typed)

19661 S.W. 117th COURT.

Address

MIAMI FL 33177

City, State & Zip

305-812-1832

Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby for a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1

The name of the Corporation is UNITED PLUS INC.(hereinafter, "Corporation").

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 19661 S. W. 117TH COURT, MIAMI FLORIDA 33177 and the mailing address is the same.

ARTICLE 4 – INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Irvin McDonald
19661 S. W. 117th Court
Miami, Florida 33177

ARTICLE 5 – OFFICERS

President	IRVIN McDONALD
Treasurer	IRVIN McDONALD
Vice President	DERIC G. SYKES
Secretary	DEAN McDONALD

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 6 – DIRECTORS

The Director(s) of the Corporation shall be:
Same as listed in Article 5 above.

05 NOV 16 AM 11:56

RECEIVED
NOTARY PUBLIC
DAVID J. HARRIS
MIAMI, FLORIDA

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 – CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock. Each share having the par value of **ONE DOLLAR (\$1.00)**.
- 7.2 All holders of share of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net asset of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S. Corporation, as provided in Sub-Chapter S Articles of the Internal Revenue Code of 1986, as amended.

- 8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub Chapter S Articles of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

- 8.2 After this Corporation has elected to be an S. Corporation, none of the shareholders of this corporation, without the written consent of all the shareholders of this Corporation shall take any action., or make any transfer or other disposition of the shareholders' share of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub Chapter S Articles of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be treated as an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The Share of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under the Sub Chapter S statutes of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 – SHAREHOLDER’S RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholder's Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 – POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11- TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 12- REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share of right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right to the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13- REGISTERED OFFICE & REGISTERED AGENT

The initial address of the registered office of this Corporation is 19661 S. W. 117th Court, Miami, Florida 33177. The name and address of the registered agent of this Corporation is Irvin McDonald, 19661 S. W. 117th Court, Miami, Florida 33177..

ARTICLE 14 – BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to the majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

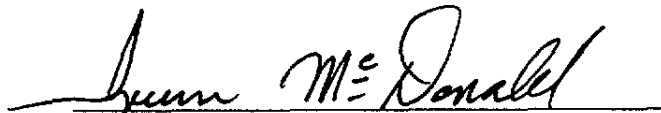
ARTICLE 15- EFFECTIVE DATE

These Articles of Incorporation shall be effective on November 3rd 2005.

ARTICLE 17- AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed to permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Article of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 3rd day of November, 2005.

A handwritten signature in black ink, appearing to read "Irvin McDonald", is written over a horizontal line.

IRVIN McDONALD

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.

Lynn McDonald
Signature of Registered Agent

STATE OF FLORIDA)
SS
COUNTY OF MIAMI-DADE)

Before me a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Lynn McDonald

Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged by me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3RD day of November 2005.

(Notary Seal)

Linda Johnson-Smith
(Notary Public, State of Florida at Large)



Linda Johnson-Smith
Commission #DD270998
Expires: Jan 09, 2008
Bonded Through
Athletic Bonding Co., Inc.

My Commission expires: 1/9/08

05 NOV 16 AM 11:56