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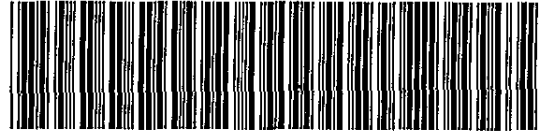
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05 DEC 23 PM 12:10

J. Shivers DEC 27 2005

W05-54781
W05-37419

TRANSMITTAL LETTER

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

SUBJECT: WEBTIVITY DESIGN SOLUTIONS, 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
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: PRISCILLA R. RHOADES
Name (Printed or typed)

2408 - 43 RD AVENUE W
Address

BRADENTON, FL 34205
City, State & Zip

941-753-7574
Daytime Telephone number

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

05 DEC 23 PM 12:10
DEPT. OF STATE
DIV. OF CORP. REG.
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION
FOR
WEBTIVITY DESIGN SOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Webtivity Design Solutions, Inc.

ARTICLE II - PURPOSE OF INCORPORATION

This corporation is organized for the following purposes:

The general nature of business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, as well as business relating to the providing of computer services to include web design, web development, and Internet marketing, in addition to the creation and/or preparation of corporate identities, print material, and promotional material, as well as any and all other activities which in the opinion of the Board of Directors of this corporation is beneficial for said corporation and necessary to said corporation to perform the foregoing.

ARTICLE III - TERM OF EXISTENCE

The term of existence of this corporation shall be as follows:

This corporation shall have perpetual existence, commencing upon the filing of these articles and their acceptance by the Secretary of State, unless terminated sooner by proper legal procedure.

ARTICLE IV - PRINCIPAL OFFICE

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

2408 - 43rd Avenue W
Bradenton, FL 34205

The corporation may also have other offices at such place(s) determined from time to time by the Board of Directors.

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RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - SHARES

The number of shares of stock that this corporation is authorized to issue and/or have outstanding at any one time is as follows:

This corporation is authorized to have outstanding at any one time one hundred shares of Common Stock. Each outstanding share shall be entitled to one vote, without cumulative voting rights, on each matter submitted to a vote at a meeting of shareholders. A shareholder may vote in person, or by proxy executed in writing by the shareholder or by a duly authorized attorney-in-fact. A majority of votes shall prevail on each matter submitted to a vote at a meeting of shareholders.

Any action required by law, or by these Articles of Incorporation, which may be taken at any annual meeting or special meeting of such shareholders, may be taken without a vote, if consent in writing setting forth the action so taken is signed by all of the shareholders of outstanding stock.

All shares shall be non-assessable and issued for consideration, whether for cash or for services rendered, and upon such terms and conditions fixed by the Board of Directors of this corporation.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Priscilla R. Rhoades
2408 - 43rd Avenue W
Bradenton, FL 34205

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.


(SIGNATURE)


(DATE)

ARTICLE VII - INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation are:

Priscilla R. Rhoades
2408 - 43rd Avenue W
Bradenton, FL 34205

ARTICLE VIII - INITIAL DIRECTORS

The name and address of the individuals who is to serve as the initial directors are:

Priscilla R. Rhoades
2408 - 43rd Avenue W
Bradenton, FL 34205

The persons named as initial directors shall hold office for the first year of existence of this corporation, or until his/her successor is elected or appointed. The Board of Directors shall have the authority to fix the compensation of directors, if any. It is not necessary that a director be a shareholder of this corporation. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE IX - INITIAL OFFICERS

The names and addresses of the individuals who are to serve as the initial officers of this corporation are:

Priscilla R. Rhoades - President, Secretary, Treasurer
2408 - 43rd Avenue W
Bradenton, FL 34205

The persons named as initial officers shall hold office until the organizational meeting, or until their successors are elected or appointed. It is not necessary that an officer be a shareholder of this corporation.

ARTICLE X - NOTICE

Where reasonable under the circumstances:

Oral notice is permitted.

ARTICLE XI - BYLAWS

Adoption of bylaws for this corporation shall be as follows:

The power of adopting initial bylaws for this corporation is reserved to the shareholders.

ARTICLE XII - AMENDMENT

The Articles of Incorporation herein may be amended as follows:

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement agreeing that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify officers, directors, and agents as follows:

This corporation shall indemnify all past and present officers, directors, and agents of the corporation in the manner and to the full extent permitted by the Florida Statutes.

The undersigned incorporators have executed these Articles of Incorporation this 19th day of December, 2005.


Signature
Printed Name: Danielle Rhoads

FILED
05 DEC 23 PM 12:10
CLERK OF DIST.
TALAMONSEEN FIDELITY