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06 JAN -6 AM 7:57  
CLERK OF SUPERIOR COURT  
TALLAHASSEE FLORIDA

## COVER LETTER

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

SUBJECT: Business Solution Partners, 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: Byron J. McCutchen  
Name (Printed or typed)

103 South Ninth Street  
Address

Fernandina Beach, FL 32034  
City, State & Zip

904-557-3215  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**OF**  
**BUSINESS SOLUTION PARTNERS, INC.**

**FILED**  
06 JAN -6 AM 7:57  
CLERK OF STATE  
OF FLORIDA

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

**ARTICLE I**

The name of the corporation shall be **BUSINESS SOLUTION PARTNERS, INC.**

**ARTICLE II**

The corporation shall have the power to engage in business consulting and related activities and any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 7,500 shares. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

## ARTICLE V

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of un-issued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

## ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise ( including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

## ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

## ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

**BYRON J. MCCUTCHEN**  
103 South Ninth Street  
Fernandina Beach, FL  
32034  
President

**DEBORAH T. MCCUTCHEN**  
103 South Ninth Street  
Fernandina Beach, FL  
32034  
Vice President/Secretary

## ARTICLE X

The initial registered agent of the corporation is **BYRON J. MCCUTCHEN**. The street address of the corporation's initial registered office is 103 South Ninth Street, Fernandina Beach, FL, 32034.

## ARTICLE XI

The principal place of business and mailing address of this corporation shall be: 103 South Ninth Street, Fernandina Beach, FL, 32034.

## ARTICLE XII

The name and address of the incorporator to these Articles of Incorporation is **BYRON J. MCCUTCHEN**, 103 South Ninth Street, Fernandina Beach, FL, 32034

The undersigned incorporator has executed these Articles of Incorporation this 3<sup>rd</sup> day of January, 2006.

  
BYRON J. MCCUTCHEN  
INCORPORATOR