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2006 APR 17 PM 4:12  
CLERK OF STATE  
TALLAHASSEE FLORIDA

gf 4/18/06

COVER LETTER

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2006 APR 17 PM 4:12

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

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SUBJECT: Shelby Records Corporation

(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: Janis G. Eldridge

Name (Printed or typed)

PO Box 47408

Address

Jacksonville, Florida 32247

City, State & Zip

904 721-0053

Daytime Telephone number

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

EFFECTIVE DATE

4/11/00

FILED

ARTICLES OF INCORPORATION

2006 APR 17 PM 4:12

OF

CLERK OF STATE  
TALLAHASSEE FLORIDA

SHELBY RECORDS CORPORATION

The undersigned, desiring to form a corporation for profit (the "Corporation") under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is Shelby Records Corporation.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at 558 Marbella Court, New Smyrna Beach, Florida, and its mailing address is 558 Marbella Court, New Smyrna Beach, Florida 32168.

ARTICLE III

CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 100,000 shares of common stock having a par value of \$0.10 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

#### **ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 558 Marbella Court, New Smyrna Beach, Florida 32168, and the name of the initial registered agent of the Corporation at that address is Cathy Lee Gilmer.

#### **ARTICLE V INCORPORATOR**

The name and street address of the incorporator of the Corporation are:

Cathy Lee Gilmer  
558 Marbella Court  
New Smyrna Beach, Florida 32168

#### **ARTICLE VI DIRECTORS**

(a) Number. The Corporation shall have one (1) director initially. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Initial Board of Directors. The names and addresses of the initial directors of the Corporation are:

Dee Gilmer	558 Marbella Court
Cathy Lee Gilmer	New Smyrna Beach, Florida 32168

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

#### **ARTICLE VII BYLAWS**

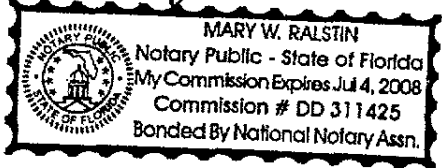
The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VIII  
DURATION**

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

**IN WITNESS WHEREOF**, these Articles of Incorporation are signed and acknowledged this 11<sup>th</sup> day of April, 2006.

Cathy Lee Gilmer  
Cathy Lee Gilmer, President, Treasurer,  
Secretary

Mary W. Ralstin  
  
MARY W. RALSTIN  
Notary Public - State of Florida  
My Commission Expires Jul 4, 2008  
Commission # DD 311425  
Bonded By National Notary Assn.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Section 607.0501, Florida Statutes, Shelby Records Corporation, a Florida corporation (the "Corporation"), submits the following statement in designating the registered office/registered agent, in the State of Florida:

The Corporation has named Cathy Lee Gilmer, who maintains an office at 558 Marbella Court, in the City of New Smyrna Beach and in the County of Volusia, in the State of Florida, as its registered agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

  
Cathy Lee Gilmer, Registered Agent

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