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2006 AUG -7 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 AUG 9

COVER LETTER

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

SUBJECT: DebEve, 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: Steven T. White

Name (Printed or typed)

20838 Sylvan Springs Road

Address

Land O' Lakes, Florida 34638

City, State & Zip

(813) 929 1188

Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF DEBEVE, INC.

The undersigned incorporator, a natural person 18 years of age or older, in order to form a for profit corporation under Chapter 607 and/or 621 of the Florida Statutes, adopts the following articles of incorporation.

ARTICLE I
NAME

The name of the corporation shall be: DeBEve, Inc.

ARTICLE II
PRINCIPLE PLACE OF BUSINESS

The principle place of business and mailing address of the corporation is:

20838 Sylvan Springs Road
Land O' Lakes, Florida 34638

ARTICLE III
PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business under the statutes and laws of the state of Florida and the United States.

ARTICLE IV
CORPORATE SHARE & CAPITAL

The Corporation shall have authority to issue **1,000,000** shares of common stock with no par value (with rights further delineated when issued and/or incorporated into the By-laws of the corporation).

Shares are not allowed to be issued and/or sold without two-thirds of all outstanding shares of the corporation consenting to issue and/or sell shares as allowed in these Articles of Incorporation. Further, any and all shareholders cannot devise, make part of his or her estate, assign, bequeath, make part of any or all settlement agreement, use as collateral for any or all types of transactions, give as a gift, or cause to transfer ownership to an other individual unless two-thirds of all shareholders agree otherwise and put into effect in the form of a corporate resolution.

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ARTICLE V
LIABILITY & INDEMNIFICATION

No member, officer, director, shareholder, or owner of this corporation shall be personally liable for the debts, legal claims or obligations of this corporation of any kind whatsoever, nor shall any of the property of the officers, directors, members, or shareholders be subject to the payment of the debts, legal claims or obligations of this corporation be they what they may be.

All owners, shareholders, officers, directors, or employees of the Corporation shall be indemnified for all debts, legal obligations and liabilities and obligations of the Corporation to the full extent allowed by the laws of the State of Florida.

ARTICLE VI
DISSOLUTION

Upon dissolution of the corporation, assets shall be liquidated and distributed in compliance with the Internal Revenue Code and the laws of Florida, and shall be distributed to only shareholders who have common stock according to his or her interest in the corporation.

In order for dissolution to occur, the Board shall consider all possible alternatives to dissolution, make a report to be given to all shareholders of their findings & opinions and to have such report mailed to each shareholder fifteen days before the meeting in which the Board shall vote on the matter of dissolution and, under thoughtful and carefully deliberation and consideration the Board of Directors shall take a vote on the issue of dissolution. In order for dissolution to be approved, the Board must pass a resolution to dissolve the corporation by two-thirds of all Board members voting in favor of the dissolution, and then two-thirds of all outstanding shares must approve the Board's resolution to dissolve.

The only location for such meetings regarding the dissolution of the corporation is to take place in the County where the principle office of the corporation is located. Reasonable notice as defined by the bylaws of the corporation and usual custom shall be given to each Board Member, and Shareholder of the company before the date of their meeting to vote on the matter of dissolution is to take place.

ARTICLE IX
THE REGISTERED AGENT

The registered agent of the corporation is: Steven T. White, and the registered street address is: 20838 Sylvan Springs Road, Land O' Lakes, Florida 34638.

ARTICLE X
THE INITIAL BOARD

The initial Board of Directors shall have two members whose name is as follows:

Steven T. White, Director
20838 Sylvan Springs Road
Land O' Lakes, Florida 34638

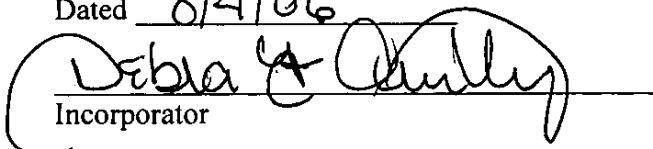
Debra F. Quilty, Director
16270 Gator Hole Road
Odessa, Florida 33556

The number of actual directors of the Corporation may be raised or lowered by amendment of the Bylaws of the corporation but shall in no case be less than one.

Article XI
The Incorporator

The incorporator of this corporation is **Debra F. Quilty** whose street address is 16270 Gator Hole Road, Odessa, Florida 33556.

Dated 8/4/06


Incorporator

ARTICLE XII
REGISTERED AGENT

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 am familiar with and accept the obligation of my position as registered agent.

Dated 8/4/06


Registered Agent