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## **Donna Whitehouse Roane**

607 Moss Creek Drive Ormond Beach, FL 32174 Tel: 386-437-6996

September 14, 2006

Department of State Division of Corporations, New Filings 409 East Gaines Street Tallahassee, FL 32399

Incorporation of: WHITEHOUSE BUSINESS SOLUTIONS, Inc.

A Florida Corporation

Dear Sir or Madam:

Enclosed for filing is one original copy of the Articles of Incorporation of WHITEHOUSE BUSINESS SOLUTIONS, INC., a Florida corporation, as well as 2 copies. Also enclosed is a check for \$87.50 to cover the filing fee, designation of registered agent, and a certified copy of the Articles of Incorporation and Certificate of Status.

Please file the original Articles of Incorporation and forward a certified copy to my office at the following address:

> Donna Whitehouse Roane 607 Moss Creek Drive Ormond Beach, FL 32174 Tel: 386-437-6996

Please contact me if you have any questions or I can be of any assistance.

Sincerely yours,

Donna Whitehouse Roane

Incorporator, Registered Agent, Secretary, President

Mitchonse Roane

Whitehouse Business Solutions, Inc.

Enclosures:

Articles of Incorporation for Whitehouse Business Solutions, Inc.

Check for \$87.50

#### ARTICLES OF INCORPORATION

#### **OF**

#### WHITEHOUSE BUSINESS SOLUTIONS, INC.



The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

#### ARTICLE I

#### NAME AND PLACE OF BUSINESS

Section 1.1 Name and Place of Business. The name of this corporation is WHITEHOUSE BUSINESS SOLUTIONS, INC. with its principal place of business at 607 Moss Creek Drive, Ormond Beach, Florida, 32174.

#### ARTICLE II

#### DURATION

Section 2.1 <u>Duration</u>. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledge, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE III

#### **PURPOSES**

Section 3.1 <u>Purposes</u>. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV

#### CAPTIAL STOCK

Section 4.1 <u>Authorized Capital</u>. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of voting common stock having a par value of \$.01 per share.

Section 4.2 <u>Restrictions on Transfer of Stock</u>. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

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Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares that he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 <u>Issuance of Stock</u>. No capital stock of this corporation shall be issued without the majority consent of the directors, with such consent stating the price and terms to be paid for such stock.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 607 Moss Creek Drive, Ormond Beach, Florida 32174, and the name of the initial registered agent of this corporation at the address is Donna Whitehouse Roane.

#### ARTICLE VI

#### **DIRECTORS**

Section 6.1 <u>Number</u>. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 <u>Initial Directors</u>. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u> <u>Address</u>

Donna W. Roane 607 Moss Creek Drive

Ormond Beach, Florida 32174

Jane Ann Sizemore 308 Pinnacle Place

Nashville, Tennessee 37221

#### **BYLAWS**

Section 7.1 <u>Bylaws</u>. The initial bylaws of this 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 board of directors.

#### **ARTICLE VIII**

#### **INCORPORATION**

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name Address

Donna Whitehouse Roane 607 Moss Creek Drive Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the incorporator has executed these Articles the 14th day of September, 2006.

Donna Whitehouse Roane

STATE OF FLORIDA COUNTY OF VOLUSIA

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Donna Whitehouse Roane

Dated: September 14, 2006

DIVISION OF CORPORATION