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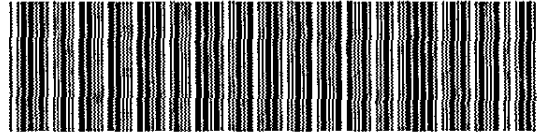
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 SEP 27 PM 2:00

UH

COVER LETTER

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

SUBJECT: MEYERHOEFER GALLERY, 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: PETER J. MEYERHOEFER
Name (Printed or typed)

310 S M ST
Address

LAKE WORTH, FL 33460
City, State & Zip

(561) 585-5939 or (305) 281-0556 (cell)
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
MEYERHOEFER GALLERY, INC.**

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DIVISION OF CORPORATIONS
06 SEP 27 PM 2:01

The undersigned incorporator, desiring to form a corporation for profit under chapter 617, Florida Statutes, as amended, hereby adopts the following Articles of Incorporation:

**Article I
Name**

The name of the corporation shall be the MEYERHOEFER GALLERY, INC., which is hereinafter referred to as the Meyerhoefer Gallery or the Corporation.

**Article II
Office**

The principal office and mailing address of the Meyerhoefer Gallery shall be at 608 Lucerne Ave., Lake Worth, FL 33460, or as subsequently designated by the Board of Directors. All books and records of the Meyerhoefer Gallery shall be kept at its principal office.

**Article III.
Purposes and Powers**

The objects and purposes of the Meyerhoefer Gallery are those as authorized by these Articles of Incorporation, the Board of Directors, and as permitted by law. The Meyerhoefer Gallery is organized as a for profit corporation with the primary purpose of engaging in the business of operating an art gallery, including all attend functions, including but not limited to retail art sales, art consulting services, and artist representation. The Board of Directors shall be authorized to make such elections as are beneficial to the corporation and the stockholders, including but not limited to the election of Subchapter S status under the tax laws of the United States of America.

**Article IV
Board of Directors**

The Meyerhoefer Gallery, Inc. shall be managed by a Board of Directors that shall consist of not less than two persons, but may consist of as many persons as the Board of Directors shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting. The original Board of Directors shall be as follows:

Peter J. Meyerhoefer
Steven M. Larimore

Article V Officers

The corporation shall have at a minimum a President/Secretary, and such other officers as the Board of Directors may from time to time elect. The same person may serve in one or more, or all, of the officer functions listed above. Peter J. Meyerhoefer, 310 S M St, Lake Worth, FL 33460, shall serve as the initial President/Secretary, until successors are duly elected and have taken office after the first annual meeting of the directors.

Article VI Shares of Stock

The Corporation shall initially have one (1) class of stock, Class A, issued in the amount of 100 shares. Class A Stock in the amount of 55 shares shall initially be issued to Peter J. Meyerhoefer. Class A Stock in the amount of 45 shares shall initially be issued to Steven M. Larimore. Class A stock shall be voting stock. The Board of Directors shall be empowered to authorize issuance of such additional shares, conversion of shares to other classes of stock or issuance of other classes of non-voting stock, as it deems necessary and appropriate in the best interests of the corporation and the shareholders.

Article VII By-Laws and Amendments to Articles of Incorporation

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed in the manner set forth in these Articles. Adoption of By-Laws and revisions to these Articles of Incorporation shall be by a majority vote of the Board of Directors.

Article VIII Incorporator

The name and address of the Incorporator of this corporation is Peter J. Meyerhoefer, 310 S M St, Lake Worth, FL 33460.

Article IX Registered Agent

Until changed, the registered agent for the corporation shall be Peter J. Meyerhoefer, 310 S M St., Lake Worth, FL 33460.

Article X
Effective Date

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DIVISION OF CORPORATIONS

06 SEP 27 PM 2:01


The effective date of this incorporation shall be September 23, 2006.

IN WITNESS WHEREOF, the aforesaid Incorporator has hereunto set his hand this
25 day of September, 2006.


PETER J. MEYERHOEFER, Incorporator

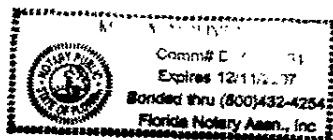
Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent, and accept to act in that capacity. IN WITNESS WHEREOF, the aforesaid Registered Agent has hereunto set his hand this


25th day of September, 2006.


PETER J. MEYERHOEFER,
Registered Agent
310 S. M St.
Lake Worth, FL 33460

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged and executed before me this
25 day of September, 2006, by PETER J. MEYERHOEFER, who
is personally known to me/produced Florida DL as
identification, and who did take an oath.




Name: Maria Nguyen

Notary Public
State of Florida at Large

My Commission expires: 12/11/07