P06000133631

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2006 OCT 20 PN 3:3 SECRETARY OF STATE

T. Burch UCI 202

TRANSMITTAL LETTER

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

SUBJECT: Articles of Incorporation

FROM:

Jay Sterling 200 – 2nd Avenue South, #503 St. Petersburg, FL 33701

For further information concerning this matter, please call Corri Jones at 727-821-6530.

To Whom It May Concern:

Enclosed are an original and one copy of the Articles of Incorporation and a check for \$87.50 for the Filing Fee, Certified Copy and Certificate of Status.

Thank you for your time and assistance in this matter.

Sincerely,

Jay Sterling

Enclosure: Articles of Incorporation/Filing Fee



FLORIDA DEPARTMENT OF STATE Division of Corporations

October 2, 2006

JAY STERLING 200-2ND AVE SOUTH #503 STV PETERSBURG, FL 33701

SUBJECT: STERLING CONSULTING, INC.

Ref. Number: W06000043167

We have received your document for STERLING CONSULTING, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch Document Specialist New Filing Section

Letter Number: 906A00058365

ARTICLES OF INCORPORATION

OF

JAY STERLING, INC.

* FILED

*2006 OCI 20 PM 3: 37

SECRETARY OF STATE
*TALLAHASSEF FI ORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is:

Jay Sterling, Inc.

EFFECTIVE DATE

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The corporation may engage in any activity or business as permitted under the laws of the United States and the State of Florida but only through its officers, employees, and agents who are duly licensed or authorized to render such business.

ARTICLE IV

The amount of capital stock of this corporation shall be TEN THOUSAND SHARES (10,000) at One Dollar (\$1.00) par value per share. Such stock shall be non-assessable to be held, sold and paid for at such time and in such manner as the Board of Directors may, from time to time, determine. All of the capital stock shall be common stock.

ARTICLE V

The corporation shall commence business five (5) business days prior to the filing with the Secretary of State.

ARTICLE VI

The principal place for the transaction of its business shall be $234 - 4^{th}$ Street North, St. Petersburg, Florida 33701. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida, as the corporation may by resolution designate.

ARTICLE VII

The corporation shall have an initial Board of one (1) Director, and the Board may be increased to not more than ten (10) Directors. The number of Directors each year may be determined by the shareholders at their annual meeting, or may be fixed by the By-Laws

ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director and a Vice-President, a Secretary and a Treasurer, and such other officers, agents and Directors, who shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

Jay Sterling 200 - 2nd Avenue S., #503 St. Petersburg, FL 33701 President, Secretary, Treasurer

ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken is as follows:

Jay Sterling 200 – 2nd Avenue South, #503 St. Petersburg, FL 33701 1000 Shares

ARTICLE X

The Directors shall be elected by shareholders at their annual meeting, and the officers shall be elected by the Directors at their annual meeting, both of which will be held at the principal office of the corporation, or at such other place as may be provided by the By-Laws, or may otherwise be agreed upon.

ARTICLE XI

The street address of the initial registered office of this corporation is $200 - 2^{nd}$ Avenue South, #503, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation at that address is Jay Sterling.

ARTICLE XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII

The initial By-Laws of this corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the shareholders or the Directors. The shareholders may amend, alter or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law which would be in conflict with the By-Laws adopted by the shareholders.

2		
Jay Sterling		
STATE OF FLORIDA)	
COUNTY OF PINELLAS)	

I HEREBY CERTIFY that before me, the undersigned authority duly authorized to take acknowledgments and administer oaths, personally appeared, Jay Sterling, who is personally known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certify and acknowledge that they made and executed said Articles for the use and purposes therein expressed.

w	TTNESS my hand and official seal this \(\sum_{\circ} \)	day of October, 2006.
(SEAL)		(and James)
1	CORRI A. JONES NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # DD167002 MY COMMISSION EXPIRES NOVEMBER 20, 2006	Signature Notary Public Printed Name Notary Public
		My Commission Expires:

I HEREBY ACCEPT appointment as registered agent of Jay Sterling, Inc. a Florida Corporation, upon whom process, tax notice or demands may be served.

Jay Sterling

I HEREBY CERTIFY that before me, the undersigned authority duly authorized to take acknowledgments and administer oaths, personally appeared, Jay Sterling, who is personally known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certify and acknowledge that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 13th day of October, 2006.

(SEAL)

CORRI A. JONES
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD167002
MY COMMISSION EXPIRES NOVEMBER 20, 2006

Signature Notary Public

Printed Name Notary Public My Commission Expires: