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TALLAHASSEE, FLORIDA

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C.S. 1-12

COVER LETTER

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

SUBJECT: Leia Ann Smith, 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: Leia Ann Smith
Name (Printed or typed)

2725 Greenridge Road
Address

Orange Park, FL 32073
City, State & Zip

904-264-8480
Daytime Telephone number

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

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Pro

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ARTICLE I NAME

The name of the corporation shall be:
Leia Ann Smith, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:
2725 Greenridge Road
Orange Park, FL 32073

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
to engage in or transact any and all lawful activities or business permitted under the laws of
the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV SHARES

The number of shares of stock is:

100 shares of common stock having a par value of \$1.00 per share.

In the event of the death of one of the stockholders, or in the event that one of the
stockholders wishes to sell his shares, the other shareholders shall be given first option to
purchase the shares of the shareholder at market value.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

The name and address of the initial director is:

Leia Ann Smith, President
2725 Greenridge Road
Orange Park, FL 32073

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Leia Ann Smith
2725 Greenridge Road
Orange Park, FL 32073

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Leia Ann Smith
2725 Greenridge Road
Orange Park, FL 32073

ARTICLE VIII DURATION

The period of its duration is perpetual.

ARTICLE IX

The corporate powers shall be exercised by the director or board of directors, except as otherwise provided by statute, by the Articles of Incorporation, or by bylaws hereafter adopted and any amendments to the foregoing.

In furtherance, and not in limitation, of the powers conferred by statute, the director or the board of directors is expressly authorized:

- (a) to alter the bylaws of this corporation;
- (b) to fix and determine and to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of any, accumulated profits shall be declared and paid as dividends; to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in;
- (c) to make, from time to time, (so far as may be permitted by law), temporary secured or unsecured loans when, in the judgment of the board of directors, the money so loaned is not at the time required in the conduct of the business of the corporation. The corporation may, in its bylaws, confer powers upon its board of directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.

ARTICLE X

This corporation may from time to time issue its shares of stock for such consideration (but not less than par so long as the corporation is solvent) as may be fixed from time by the board of directors, and may receive in payment thereof, in whole or in part, cash, labor done, personal property, or real property, or leases thereof. In the absence of actual fraud in the transaction, the judgment of the board of directors as to the value of such labor, property, real estate or leases thereof shall be conclusive. Any and all shares so issued for which the consideration so fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payment in respect thereof.

This corporation may, from time to time, lawfully enter into any agreement to which all or less than all, the holders of record of the issued and outstanding shares of its capital stock shall be parties restricting the transfer of any or all shares of its capital stock represented by certificates therefore.

ARTICLE XI

Any and every statute of the State of Florida hereafter enacted whereby rights, powers, and privileges of the stockholders of corporations organized under the general laws of the State of Florida are increased, diminished or in any way affected, or whereby effect is given to the action taken by any part less than all of the stockholders of any such corporation, shall apply to this corporation and shall be binding upon not only this corporation but upon every stockholder thereof, to the same extent as if such statute has been in force at the date of the making and filing of the Articles of Incorporation.

ARTICLE XII

The corporation shall have a lien on its shares of stock for any debt of liability incurred to it by a stockholder, before notice of a transfer of levy of such shares.

ARTICLE XIII

The corporation shall have the right to purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, but purchase of its own shares, whether direct or indirect, shall be made only to the extent of earned surplus or capital surplus available therefore.

ARTICLE XIV

All persons who shall acquire stock in this corporation shall acquire it subject to the provisions of these Articles of Incorporation, as the same from time to time may hereafter be amended. So far as not otherwise expressly provided by the laws of the State of Florida, the corporation shall be entitled to treat the person or entity in whose name any share of its stock is registered as the owner thereof for all purposes and shall not be bound to recognize any equitable or other claim to or interest in said share on the part of any other person, whether or not the corporation shall have notice thereof.

ARTICLE XV

The President, or any Vice President, shall have authority to execute all deed, mortgages, bonds and other contracts requiring a seal, under the seal of the corporation, and the Secretary or any Assistant Secretary shall have authority to affix said seal to instruments requiring it, and attest the same.

ARTICLE XVI

Every person (and the heirs, executors, and administrators of such person) who is or was an officer, director, or employee of the corporation, or any other corporation which he served as such at the request of the corporation, and of which the corporation directly or indirectly is a stockholder of creditor, or in which, or in stocks, securities or other obligations of which is in any way interested, may in accordance with the second paragraph of this Article be indemnified by the corporation against any and all liability and reasonable expense that may be incurred by him in connection with or resulting from any claim, action, suit or proceeding (whether brought by or in the right of the corporation or such other company or otherwise), civil or criminal, or in connection with an appeal relating thereto, in which he may become involved, as a party or otherwise, by reason of his being or having been an officer, director or employee of the corporation or such other corporation, or by reason of any action taken or not taken by him in such capacity, weather he continues to be such officer, director, or employee at the time such liability or expense shall have been incurred, provided he acted in good faith in what he reasonably believed to be the best interests of the corporation or such other corporation, as the case may be, and in addition, in any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful. As used herein the terms "liability" and "expense" shall include, but shall not be limited to, counsel fees and disbursements and amounts paid and settlements by or for such person. The termination of any claim, action, suit or proceeding, civil or criminal by judgment settlement

(whether with or without court approval) or conviction shall not create a presumption that such person does not meet the standards of conduct set forth herein.

Any indemnification hereunder shall be made at the discretion of the corporation, but only if the board of directors (with no director who is a party to or interested in such claim, action, suit or proceeding, participating) shall find that such person has met the standards of conduct set forth in the preceding paragraph. If two-thirds or more of the board of directors are parties to or interested in such claim, action, suit or proceeding, the regular counsel for the corporation shall determine whether such person has met such standards. Expenses incurred with respect to any such claim, action, suit or proceeding may be advanced by the corporation prior to the final disposition thereof upon receipt of an undertaking by or on behalf of such person to repay such amount unless it shall ultimately be determined that he is entitled to indemnification hereunder.

The rights of indemnification provided in this Article shall be in addition to any rights to which any such person may otherwise be entitled under any bylaw, agreement, vote of stockholders, or otherwise.

ARTICLE XVII

This corporation may, by action of the board of directors, restrict the transfer of any or all shares of its capital stock represented by certificates therefore upon such reasonable terms and conditions as they may approve, provided that such restrictions shall be stated upon each certificate representing such shares.

ARTICLE XIX

Except as hereinafter provided, no holder of shares of this corporation or any class shall be entitled as of right to subscribe for, purchase, or receive any part of any new or additional stock of any class, whether now or hereafter authorized, or of any bonds, debentures, or other securities convertible into stock of any class, and all such new or additional shares of stock, bonds, debentures or other securities convertible into stock may be issued and disposed of by the board of directors to such person or persons and on such terms and for such consideration (so far as may be permitted by law) as the board of directors, in their absolute discretion, may deem advisable.

ARTICLE XX Effective Date

The effective date of the Articles of incorporation is January 7, 2007.

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 agree to act in this capacity

Leia Ann Smith, President 1/7/07
Signature/Registered Agent Date
Leia Ann Smith, President 1/7/07
Signature/Incorporator Date

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