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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: _C. B. McKendree and Associates Inc._
(PROPOSED CORPORATE NAME – <u>**MUST INCLUDE SUFFIX**</u>)

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: _Carson McKendree_
Name (Printed or typed)

401 South 15th street
Address

Fernandina Beach, FL 32034
City, State & Zip

_352 – 235 – 1187_
Daytime Telephone number

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

Articles of Incorporation
Of
C.B. McKendree and Associates Inc.

Article 1:

The name of the corporation is: C.B. McKendree and Associates Inc.

Article 2:

The Corporation is authorized to issue 500 shares.

Article 3:

The street address of the registered office is:
401 S. 15th Street, Fernandina Beach, Fl 32034
The registered agent at such address is: Carson McKendree

Article 4:

The name and address of the incorporator is:

Carson McKendree
401 S. 15th Street
Fernandina Beach, Fl 32034

Article 5:

The principal mailing address of the corporation is:
401 S. 15th Street, Fernandina Beach, Fl 32034

Article 6:

The Corporation shall engage in any activity or business permitted
under the laws of the United States and of the State of Florida.

Article 7:

The officers of the corporation shall be:

President: Carson McKendree
Treasurer: Carson McKendree
Secretary: Carson McKendree

whose addresses shall be the same as the principal office of the Corporation.

Article 8:

The directors of the corporation shall be:

Carson McKendree
Meghan McKendree

whose address shall be the same as the principal office of the Corporation.

Article 9:

9.1 The maximum number of shares that this Corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, each share having the par value of ONE DOLLAR ($1.00).

9.2 No holder of shares of stock in any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock in any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

9.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares in its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

9.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting of changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

Article 10:

All of the shares of stock in this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any is on file at the principal office of the corporation.

Article 11:

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article 12:

This Corporation shall have perpetual existence.

Article 13:

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

Article 14:

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article 15:

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Article 16:

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Article of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in the Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 8th day of February , 2007 *Carson McKendree*

I accept the appointment of Registered Agent for said Corporation.

Carson McKendree
Incorporator / *Registered Agent*