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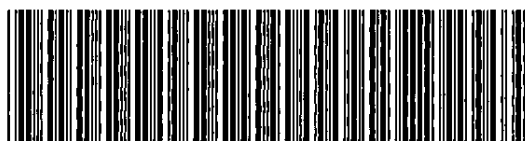
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2007 MAR 15 PM 2:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAR 15 2007

## COVER LETTER

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

SUBJECT: DUNCAN HOLDINGS, 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: PAMELA DUNCAN  
Name (Printed or typed)

1280 SW DYER PT. Road  
Address

Palm City FL 34990  
City, State & Zip

772-260-3756  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

 **COPY**

March 8, 2007

PAMELA DUNCAN  
1280 SW DYER PT ROAD  
PALM CITY, FL 34990

SUBJECT: DUNCAN HOLDINGS, INC.  
Ref. Number: W07000011759

*Resubmitted*

We have received your document for DUNCAN HOLDINGS, INC. and your check(s) totaling \$78.75. 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: 407A00016674

RECEIVED  
07 MAR 15 AM 10:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

2007 MAR 15 PM 2:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **Articles of Incorporation**

### **Duncan Holdings International, Inc.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporations Act, adopts the following Articles of Incorporation for such corporation:

#### **ARTICLE I - NAME OF CORPORATION**

The name of this corporation is Duncan Holdings International, Inc.

#### **ARTICLE II- PRINCIPLE PLACE OF BUSINESS**

The street address for the initial place of the corporation will be 1280 SW Dyer Point Road, Palm City, Fl. 34990

#### **ARTICLE III- PURPOSE OF BUSINESS**

This Corporation is organized for the purposes of engaging in any activities or business permitted under the laws of the United States and Florida

#### **ARTICLE IV-CAPITAL STOCK**

This corporation shall have the authority of issuing 7,500 shares of stock at a value of \$.01 per share

#### **ARTICLE V-DIRECTORS/OFFICERS**

The initial Director of this corporation is Pamela Duncan and the address for this director is 1280 SW Dyer Point Road, Palm City, Fl. 34990.

The officers of the corporation shall be: a President. The street address of the initial officer of the corporation is: Pamela Duncan, 1280 SW Dyer Point Road, Palm City, Fl. 34990

#### **ARTICLE VI-REGISTERED AGENT**

The initial registered agent for this corporation is Pamela Duncan and the address for the registered agent is 1280 SW Dyer Point Road, Palm City, Fl. 34990.

#### **ARTICLE VII-INCORPORATOR**

The name of the incorporator for this corporation is Pamela Duncan and the address for the incorporator is 1280 SW Dyer Point Road, Palm City, Fl. 34990

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

Pamela Duncan  
Signature/ Registered Agent

3/14/07  
Date

Pamela Duncan  
Signature/Incorporator

3/14/07  
Date

#### ARTICLE VIII-MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. In the management of the business of the corporation, the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy shall be the act of the corporation. Each shareholder shall be entitled to one vote in person or by proxy, for each share of voting stock held by him or her. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

#### ARTICLE IX-SHAREHOLDERS POWERS

The shareholders shall have the power to fix or change the salaries of the officers, to restrict or change the salaries of the officers, to restrict the transfer of stock by shareholders, to indemnify shareholders and officers against liability for their good faith acts and omissions and to exercise such other powers of the corporation as are not inconsistent with these Articles, or with the bylaws that may be adopted by the shareholders, or the laws of the State of Florida.

#### ARTICLE X-BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

#### ARTICLE XI-INDEMNIFICATION

The corporation shall indemnify any officer or any former officer, to the full extent permitted by law.

#### ARTICLE XII-ISSUANCE OF STOCK

Shares of capital stock of this corporation shall be issued pursuant to action by the shareholders at the organizational meeting of the corporation.

ARTICLE XIII-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and to any right conferred upon the shareholders is subject to this reservation.

In witness hereof, I hereunto sign my hand and seal this 13<sup>th</sup> day of Mar., 2007

Pamela Duncan  
Pamela Duncan

State of Florida)  
County of Martin)

Before me, the above signed authority, personally appeared, Pamela Duncan, who is well known to me to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge to me accordingly to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

In witness Whereof, I have hereunto set my hand and seal in Stuart (city) in said county and state, this 13<sup>th</sup> day of March, 2007

Susan A. Smith  
Notary Public-State of Florida  
My commission expires:



OFFICIAL SEAL  
Susan A. Smith  
DD# 236382  
My Commission Expires July 30, 2007