

P070000049363

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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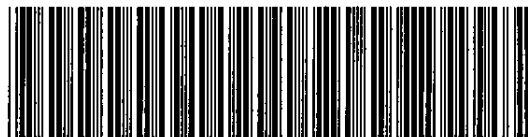
(Business Entity Name)

(Document Number)

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W07-17948  
J. BRYAN APR 12 2007

JB

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:07

**TODD WATSON**  
**ATTORNEY AT LAW, P.A.**

SUITE 107  
7785 BAYMEADOWS WAY  
JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-9747  
FACSIMILE (904) 739-9748

April 10, 2007

Florida Department of State  
Division of Corporations  
Attn: Registration Section  
PO Box 6327  
Tallahassee, FL 32314

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:07

Re: SMC Systems of Florida, Inc.

Dear Sir or Madam:

Enclosed is a check in the amount of \$105.00 to file the enclosed Certificate of Conversion. Also enclosed is an extra copy of the Certificate of Conversion and a self addressed stamped envelope so that a file stamped copy may be returned to our office.

If you have any questions or concerns, please do not hesitate to contact our office.

Sincerely,



Rachel Soto  
Legal Assistant

/ras

Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 12, 2007

RACHEL SOTO, LEGAL ASST.  
TODD WATSON ATTORNEY AT LAW, P.A.  
7785 BAYMEADOWS WAY, SUITE 107  
JACKSONVILLE, FL 32256

SUBJECT: SMC SYSTEMS OF FLORIDA, INC.  
Ref. Number: W07000017948

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:07

We have received your document for SMC SYSTEMS OF FLORIDA, INC. and your check(s) totaling \$105.00. 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 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) 245-6043.

Joey Bryan  
Document Specialist

Letter Number: 407A00024774

**TODD WATSON**  
**ATTORNEY AT LAW, P.A.**

SUITE 107  
7785 BAYMEADOWS WAY  
JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-9747  
FACSIMILE (904) 739-9748

April 19, 2007

Florida Department of State  
Division of Corporations  
Attn: Registration Section  
PO Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:07

Re: SMC Systems of Florida, Inc.

Dear Sir or Madam:

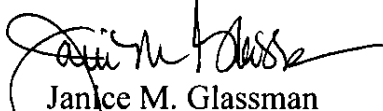
Enclosed are the following:

1. Letter from Florida Department of State indicating rejected filing;
2. Amended Certificate of Conversion; and
3. Amended Articles of Incorporation.

Also enclosed are extra copies of the Certificate of Conversion and Articles of Incorporation and a self addressed stamped envelope so that file stamped copies may be returned to our office.

If you have any questions or concerns, please do not hesitate to contact our office.

Sincerely,

  
Janice M. Glassman  
Legal Assistant

/jg  
Enclosures

**Certificate of Conversion**  
**For**  
**SMC Systems, Inc., a Maryland Profit Corporation**  
**Into**  
**SMC Systems of North Florida, Inc., a Florida Profit Corporation**

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4: 07

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert SMC Systems, Inc., a Maryland Profit Corporation, into SMC Systems of North Florida, Inc., a Florida Profit Corporation in accordance with §607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

SMC Systems, Inc.

2. The "Other Business Entity" is a Profit Corporation first organized, formed or incorporated under the laws of the state of Maryland. *ON 08/04/1999*
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: N/A
4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

SMC Systems of North Florida, Inc.

Signed this 16 day of April, 2007.

  
\_\_\_\_\_  
Scott Ceccorulli, President

# **ARTICLES OF INCORPORATION**

**OF**

## **SMC SYSTEMS OF NORTH FLORIDA, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:20:07

### **ARTICLE 1.0 NAME AND ADDRESS**

The name of the Corporation is SMC Systems of North Florida, Inc. The location of the principal place of business and mailing address is 1849 Forest Glen Way, St. Augustine, Florida 32092.

### **ARTICLE 2.0 DURATION**

The duration of the Corporation is perpetual.

### **ARTICLE 3.0 PURPOSE**

The general purpose for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

### **ARTICLE 4.0 SHARES**

The aggregate number of shares which the corporation is authorized to issue is One Hundred Thousand (100,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

### **ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT**

The street and mailing address of the initial registered office of the Corporation is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the initial registered agent at that address is Todd Watson, Attorney at Law.

### **ARTICLE 6.0 DIRECTORS**

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with

the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows:

Scott M. Ceccorulli

1849 Forest Glen Way  
St. Augustine, Florida 32092

**ARTICLE 7.0 THE NAME AND ADDRESS OF EACH INCORPORATOR**

The name and address of the Incorporator is as follows:

Todd Watson, Attorney at Law

7785 Baymeadows Way, Suite 107  
Jacksonville, Florida 32256

**ARTICLE 8.0 AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

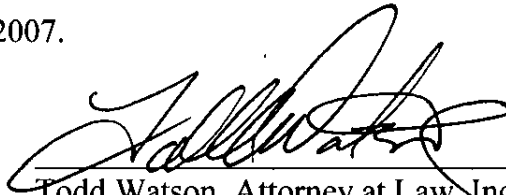
**ARTICLE 9.0 INDEMNIFICATION**

Unless expressly prohibited by Florida law, the Corporation shall indemnify and hold harmless any directors from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Corporation or assets owned by the Corporation.

**EXECUTION**

Under penalties of perjury, the undersigned, Todd Watson, Attorney at Law, having been duly authorized, declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

**DATED** this 12th day of April, 2007.

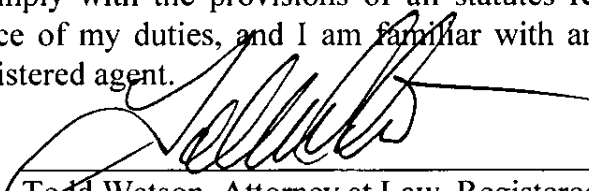


Todd Watson, Attorney at Law, Incorporator

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
07 APR 24 PM 4:07

**ACCEPTANCE BY DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Todd Watson, Attorney at Law, Registered Agent

Date: April 12, 2007

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DIVISION OF CORPORATIONS  
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