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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/11

COVER LETTER

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

SUBJECT: SIMMERSON & ASSOCIATES, 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: CHARLES M. SIMMERSON
Name (Printed or typed)

253 DONEGAL COURT
Address

ALTAMONTE SPRINGS, FL. 32714
City, State & Zip

407-862-9679
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

SIMMERSON & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE 1 - NAME OF CORPORATION

The name of the corporation shall be SIMMERSON & ASSOCIATES, INC.

ARTICLE 11 - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

- 1. To construct, manufacture, purchase, broker, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.**
- 2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property or other instruments as required to secure the payment of corporate indebtedness.**
- 3. To purchase the corporate assets of any other corporation and engage in the same or other character of business.**
- 4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.**
- 5. To make gifts for educational, scientific or charitable purposes.**
- 6. To enter into partnership or into any arrangement for sharing of profits, union of interests, cooperation, joint venture, reciprocal concession or otherwise, with any person or company carrying on or engaged in or about to**

6. Cont. - Article 11

carry on or engage in any business or transaction which this corporation is authorized to carry on or engage in, or any business transaction capable of being conducted so as directly or indirectly to benefit this corporation; and to lend money to, guarantee the contract of, or otherwise acquire shares and securities of such company, and to sell, hold, reissue, with or without guaranty, or otherwise deal with the same.

- 7. It is intended that this corporation may conduct and transact any business Lawfully authorized by the laws of the State of Florida and the United States of America, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, a safe deposit, insurance, surety, express, railroad, canal, telephone or telegraph company, a cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.**

ARTICLE 111 - CAPITAL STOCK

- 1. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is two thousand (2,000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.**
- 2. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgement of the Board of Directors, at least equivalent to the full value of the stock so to be issued as fixed by the board of directors, and when so issued shall become full paid and non-assessable, the same as though paid for in cash; and the Board of Directors shall be sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgement of such value shall be conclusive.**
- 3. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without nominal or par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.**

ARTICLE 1V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than TWO THOUSAND DOLLARS (\$2,000.00)

ARTICLE V - TERM OF EXISTENCE

The existence of this corporation shall begin at the time these Articles of Incorporation are filed with the Department of State. This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 253 Donegal Court, Altamonte Springs, Florida 32714. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - BOARD OF DIRECTORS

- 1. The initial number of Directors of this corporation shall not be more than five (5) nor less than two (2) .**
- 2. The number of Directors may be increased or diminished from time to time by the By-laws adopted by the stockholders, or within the limits of subparagraph (1) of this Article VII, by the Board of Directors, until the next annual meeting of the stockholders.**
- 3. The names and street addresses of the initial members of the Board of Directors, each to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:**

3. Cont. - Article V11

NAME	STREET ADDRESS
Charles M. Simmerson	253 Donegal Court Altamonte Springs, FL. 32714
Dorinda C. Simmerson	253 Donegal Court Altamonte Springs, FL. 32714

- 4. The initial members of the Board of Directors of this corporation hereinabove named shall hold the Organizational Meeting of this corporation, and are hereby authorized to do and perform all acts and things necessary for and incident to the organization of this corporation.**
- 5. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation, or otherwise, the remaining Directors shall elect a successor or successors to serve for the unexpired term of the Director or Directors the absence of which created such vacancy or vacancies. If more than one vacancy occurs and there remains less than a quorum of the Board of Directors, the vacancies shall be filled by the stockholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.**
- 6. Meetings of the Board of Directors, or of an Executive committed thereof, may be held by means of a telephone conference or other communication equipment provided that each person participating in any such meeting can at all times hear every other person at such meetings.**

ARTICLE V111 - SUBSCRIBERS TO ARTICLES

The names and street addresses of the subscribers to these Articles of Incorporation are:

Charles M. Simmerson	253 Donegal Court Altamonte Springs, FL. 32714
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ARTICLE 1X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.


IN WITNESS WHERE OF, I have hereunto set my hand and seal this
12 day of June, 2007


Charles M. Simmerson

**STATE OF GEORGIA
COUNTY OF SUMTER**

BEFORE ME, the undersigned authority, personally appeared
CHARLES M. SIMMERSON, known to me to be the individual
described in and who executed the foregoing Articles of Incorporation,
and he acknowledges that he subscribed the said instrument for the
uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State last
aforesaid this 12 day of June 2007


Printed Name: Helen Billcrease
Notary Public Notary Public, Lee County, Georgia
Commission No. My Commission Expires Feb. 23, 2009
My Commission Expires: 02/23/2009

(NOTARIAL SEAL)

CERTIFICATE

**In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
In compliance with said act:**

**That SIMMERSON & ASSOCIATES, INC. desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of
Incorporation at the City of Altamonte Springs, County of Seminole, State of
Florida, has named DORINDA C. SIMMERSON, located at 253 Donegal Court,
City of Altamonte Springs, State of Florida, as its agent to accept service of process
within this state.**

ACKNOWLEDGEMENT

**Having been named to accept service of process for the above stated Corporation, at
place designated in this certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said certificate, relative to keeping open said office.**



**Dorinda C. Simmerson
Resident Agent**