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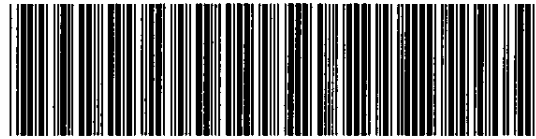
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07 NOV -17 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 16, 2007

ANNETTE GARDINER  
151 NW 49 AVE.  
PLANTATION, FL 33317

SUBJECT: SMALL BIZ CONSULTING & OUTSOURCING, INC. ( SBCO )  
Ref. Number: W07000051277

We have received your document for SMALL BIZ CONSULTING & OUTSOURCING, INC. ( SBCO ). However, the document has not been filed and is being returned for the following:

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected 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) 245-6934.

Loria Poole  
Regulatory Specialist II  
New Filing Section

Letter Number: 107A00060831

**COVER LETTER**

Oct 4, 2007

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

SUBJECT: SMALL BIZ CONSULTING & OUTSOURCING, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) (SBCO)

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: ANNETTE GARDINER  
Name (Printed or typed)

151 NW 49 AVE  
Address

PLANTATION, FL 33317  
City, State & Zip

954-257-8897  
Daytime Telephone number

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

**CERTIFICATE OF INCORPORATION**

**OF**

**SMALL BIZ CONSULTING & OUTSOURCING, INC.**

**FILED**  
**07 NOV -7 AM 9:08**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

For the purpose of forming a corporation for profit under the general incorporation laws of the State of Florida, it is respectfully requested of the Secretary of State the approval of such incorporation under the following articles.

**ARTICLE I**

The name of this corporation shall be, **SMALL BIZ CONSULTING & OUTSOURCING, INC.** and its principal place of business shall be in South Florida with the right to change and move said principal place of business and establish such other offices and places of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

**ARTICLE II**

The initial address of the principal office of the corporation shall be:

151 NW 49 Avenue  
Plantation, Fl 33317

**ARTICLE III**

The general purpose and nature of the business of this corporation is to engage in any activity or business with any or all powers for any or all purposes determined convenient or necessary by the Board of Directors as permitted under the laws of the United States and the State of Florida as may be restricted under these Articles and its By-Laws.

**ARTICLE IV**

The total authorized capital stock of this corporation shall be one thousand of Common Stock with no par value. All of such stock shall be issued fully paid and non-assessable at and for such consideration, whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

**ARTICLE V**

The names and post office address of the members of the first Board of Directors who shall hold office for the first year of the existence of the corporation, or until their successors are elected and qualified, unless otherwise by the By-Laws:

Annette R. Gardiner –Chief Executive Officer

151 NW 49 Avenue  
Plantation, FL 33317

Ramon A. Pusey Gardiner- President

112 Quail Creek Drive  
Hubert, NC 28549

Joseph N. Gardiner - Vice-President

151 NW 49 Avenue  
Plantation, FL 33317

Sahleesha A. Pusey - Director

151 NW 49 Avenue  
Plantation, FL 33317

SiCoyia Gardiner - Secretary

151 NW 49 Avenue  
Plantation, FL 33317

#### **ARTICLE VI**

The amount of capital with which this corporation shall begin shall be not less than one thousand (\$1,000.00).

#### **ARTICLE VII**

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

#### **ARTICLE VIII**

The number of Directors of said corporation shall be provided in the By-Laws but in no event shall the number be less than one (1) nor more than twelve (12).

#### **ARTICLE IX**

In furtherance and not in limitation of powers conferred upon the Board of Directors, the Board of Directors are expressly authorized, and caused to be executed, mortgages and liens upon the real and personal property of the corporation for the purpose of furnishing security for its indebtedness or for any purpose. The Directors, if the By-Laws so provide, may hold their meetings within or without the State of Florida. The corporation may in its By-Laws, confer powers additional to the power and authority expressly conferred upon them by statute to the Directors.

#### **ARTICLE X**

Amendment and revisions, including alteration of any provision, of these Articles, and the By-Laws, shall be by the shareholders or by a majority vote of the shareholders voting, in the manner now or hereafter prescribed by the Statutes.

### **BY-LAWS**

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

#### **ARTICLE XI**

Share of capital stock of this corporation shall be vested in the following persons and in the amount set opposite his name:

NAME	NUMBER OF SHARES
Annette R. Gardiner	300

Ramon Pusey Gardiner	300
Joseph Gardiner	200
Sahleesha Pusey	200

#### **ARTICLE XII**

Special meetings of shareholders may be called by Certified Mail, Return Receipt Requested, giving five (5) days written notice.

#### **ARTICLE XIII**

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the share represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XIV**

##### **RIGHT OF SHAREHOLDER DISSENT**

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation, Act, even though the date fixed to determine the shareholders entitled to vote on such corporate actions, the shares of this corporation were registered on a national securities exchange or held by not less than 2,000 shareholders.

#### **ARTICLE XV**

##### **SHAREHOLDERS MEETING REQUIRED**

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law, as provided for in Article XII.

#### **ARTICLE XVI**

##### **MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the President of this corporation.

#### **ARTICLE XVII**

##### **POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE XVIII**

##### **MEETING BY CONFERENCE TELEPHONE**

Shareholders may participate in special meetings by means of conference telephone as provided.

#### **ARTICLE XIX**

##### **DIVIDENDS**

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

**ARTICLE XX**

**INDEMNIFICATION**

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

**ARTICLE XXI**

**AMENDMENT**

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

**ARTICLE XXII**

**NOTICE**

Any notice required herein shall be by Certified Mail, Return Receipt Requested, or hand delivered to the shareholders at the following address:

151 NW 49 Avenue  
Plantation, FL 33317

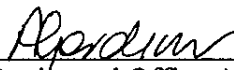
**ARTICLE XXIII**

The name and address to the subscriber to these Articles is:

Annette R. Gardiner  
151 NW 49 Avenue  
Plantation, FL 33317

**ARTICLE XXIV**

The Registered Agent of this corporation is Annette Gardiner. I the above named subscriber and Registered Agent hereunto set my hand and seal this 4<sup>th</sup> day of October 2007. I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

  
\_\_\_\_\_  
Registered Office Address  
151 NW 59 Avenue  
Plantation, FL 33317

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 NOV - 7 AM 9:08

FILED