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ACCOUNT NO. : 072100000032 AUTHORIZATION 4 COST LIMIT : \$ 78.75 ORDER DATE: November 13, 2007 ORDER TIME : 1:15 PM ORDER NO. : 316097-005 CUSTOMER NO: 83487A DOMESTIC FILING NAME: KING COLE, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Kelly Courtney - EXT. 2916 EXAMINER'S INITIALS:

# ARTICLES OF INCORPORATION

 $\mathbf{OF}$ 

#### KING COLE, INC.

The undersigned, being over the age of eighteen (18) years and competent to contract, hereby present these Articles for the formation of a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

# ARTICLE I

# **CORPORATE NAME**

The name of the corporation is: KING COLE, INC.

#### ARTICLE II

#### **PURPOSES & POWERS**

The general nature of the business or business to be transacted by this Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and to possess and exercise all the powers and privileges granted by the laws of the State of Florida and by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion, or attainment of the business or purposes of the corporation.

## **ARTICLE III**

## **AUTHORIZED SHARES**

The total number of shares of stock which the corporation shall have authority to issue is 100 shares of common stock of no par value.

## **ARTICLE IV**

# CORPORATE EXISTENCE

The Corporation is to have perpetual existence.

#### ARTICLE V

# **POST OFFICE ADDRESS**

The principal office or place of business of the Corporation shall be 204 West 2<sup>nd</sup> Avenue, Windermere, Florida 34786 or such other place as may be designated by the Board of Directors.

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# **ARTICLE VI**

# REGISTERED AGENT AND REGISTERED OFFICE

The registered agent for the corporation and the registered office for the Corporation are as follows:

ROBERT COLE 204 WEST 2<sup>ND</sup> AVENUE WINDERMERE, FLORIDA 34786

# **ARTICLE VII**

# **NUMBER OF DIRECTORS**

The number of directors of the Corporation shall be no less than one (1) nor more than five (5) as shall be from time to time determined by the Board of Directors. The initial Board of Directors shall consist of one (1) Director.

#### **ARTICLE VIII**

# NAME AND ADDRESS OF DIRECTOR

The initial Director of the Corporation is:

ROBERT COLE 204 WEST 2<sup>nd</sup> AVENUE WINDERMERE, FLORIDA 34786

## **ARTICLE IX**

#### NAME AND ADDRESS OF SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation is:

ROBERT COLE 204 WEST 2<sup>nd</sup> AVENUE WINDERMERE, FLORIDA 34786

# **ARTICLE X**

#### **BY-LAWS**

The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to repeal or change by the stockholders.

#### **ARTICLE XI**

#### INDEMNIFICATION

The Corporation shall have the power to indemnify directors, officers, employees, and agents of the Corporation pursuant to the provisions of Chapter 607.0850, Florida Statutes, as the same may by from to time amended.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Miami-Dade County, Florida for the uses and purposes aforesaid, this 10 day of November, 2007.

ROBERT COLE

COUNTY OF MIAMI-DADE

SS:

STATE OF FLORIDA

The foregoing instrument was acknowledged before me this <u>fo</u> day of November, 2007, by ROBERT COLE is who is personally known to me, or is who produced his as identification.

NOTARY PUBLIC-STATE OF FLORIDA

NELSON C. KESHEN
NELSON C. KESHEN
MY COMMISSION # DD340174
MY COMMISSION # DD340174
EXPIRES: October 15, 2008
FL Notary Discount Assoc. Co.
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# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

#### FOR SERVICE OF PROCESS WITHIN THIS STATE

## NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That KING COLE, INC., desires to organize as a Corporation under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Windermere, County of Orange, State of Florida, and has named ROBERT COLE 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 the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping said office.