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07 NOV 26 PM 3:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KS

11/28/07

COVER LETTER

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

SUBJECT: OverTax Corporation
(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: Stephen S. Nuell, Esq.
Name (Printed or typed)

782 NW 42 Ave., Suite 345
Address

Miami, FL 33126
City, State & Zip

305-441-1122
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
OVERJAX CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is:

OverJax Corporation

ARTICLE II - PURPOSE

This corporation shall engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **1,000** shares of common stock having a nominal or par value of **\$1.00** per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services; where said stock is paid for by property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV - DURATION

This corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 782 N.W. 42 Avenue, Suite 345, Miami, Florida 33126, and the name of the initial registered agent of this corporation at that address is Stephen S. Nuell, Esquire.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than. The name and address of the initial director of this corporation is:

Julian Bailey Overman
c/o Stephen S. Nuell, Esquire
Nuell & Polsky
782 N.W. 42 Avenue, Suite 345
Miami, Florida 33126

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Julian Bailey Overman
c/o Stephen S. Nuell, Esquire
Nuell & Polsky
782 N.W. 42 Avenue, Suite 345
Miami, Florida 33126

ARTICLE IX - AMENDMENT

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

ARTICLE X - INITIAL CORPORATION ADDRESS

The initial office address of the corporation is:

c/o Nuell & Polsky
782 N.W. 42 Avenue, Suite 345
Miami, Florida 33126

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.


Subscriber

11/21/07

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

By: 

11/21/07

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TALLAHASSEE, FLORIDA