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(Requestor's Name)

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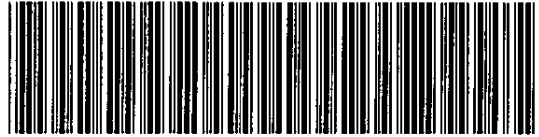
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

W. TALBOTT CO., INC.
2882 Gulf to Bay Blvd., Lot 105
Clearwater, FL 33759
727-320-7144

January 1, 2008

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: W. Talbott Co., Inc.

Dear Sir or Madam,

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, Florida Statutes.

Please certify the copies and return the same, along with a Certificate of Status, to me at the above-referenced address. A self-addressed, stamped envelope is enclosed.

Also enclosed is a check in the amount of \$122.50 for the appropriate fees made payable to Florida Department of State.

Thank you for your assistance, if you need further information concerning this matter, please call me at 727-726-8437.

Sincerely,

Paulette Navar
Paulette Navar

Enclosures

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

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

Wayne Talbott LLC LD5-62092

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on June 22, 2005
(Enter date "Other Business Entity" was first organized, formed or incorporated)

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:**

W. Talbott Co., Inc.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 1st day of January, 2008.

Signature: Floyd Wayne Talbott
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Floyd Wayne Talbott Title: President

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION
OF
W. TALBOTT CO., INC.**

The undersigned, for the purpose of forming a corporation, in compliance with Chapter 607 and/or 621, Florida Statutes, hereby adopts and acknowledges the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be W. Talbott Co., Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business/mailling address of the corporation is:

2882 Gulf to Bay Blvd., Lot 105
Clearwater, FL 33759

**ARTICLE III
PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV
SHARES**

The maximum number of shares the corporation is authorized to issue is 75,000 common shares at no par value.

**ARTICLE V
INITIAL OFFICERS AND/OR DIRECTORS**

The corporation shall have one director initially. The number of directors may be changed from time to time as provided in the bylaws of the corporation. The name of the initial director is:

Name
Floyd Wayne Talbott

Address
2882 Gulf to Bay Blvd., Lot 105
Clearwater, FL 33759

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE VI
EFFECTIVE DATE**

The effective date of this corporation, W. Talbott Co., Inc., shall be on the date of filing by the Florida Department of State, Division of Corporations.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

Name
Paulette Navar

Address
2882 Gulf to Bay Blvd., Lot 105
Clearwater, FL 33759

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence began.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 8th day of January, 2008:

Paulette Navar
Paulette Navar, Incorporator

**Certificate Designating Place of Business or Domicile for the Service of Process
Within This State, Naming Agent Upon Whom Process May be Served**

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity pursuant to Chapter 48.091, Florida Statutes and the provisions of the Florida Business Corporation Act.

Dated this 8th day of January, 2008.

Paulette Navar
Paulette Navar
Registered Agent

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CLERK OF STATE
TALLAHASSEE FLORIDA