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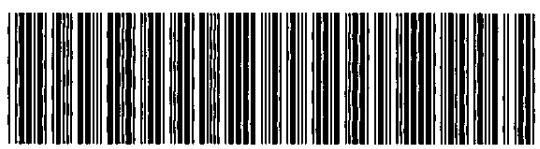
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DIVISION OF CORPORATIONS
08 FEB 15 PM 4:25

2/19/08

TRANSMITTAL LETTER

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DIVISION OF CORPORATIONS

08 FEB 15 PM 4:25

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

SUBJECT: THOMAS MANAGEMENT AND MARKETING GROUP 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:

VINCENT R. THOMAS
Name (Printed or typed)

5792 FORESTER OAK COURT
Address

SARASOTA FL 34243
City, State & Zip

539-4740
CELL 941-5278 HM 941-359-8765
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DIVISION OF CORPORATIONS

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January 31, 2008

VINCENT R. THOMAS
5792 FORESTER OAK COURT
SARASOTA, FL 34243

SUBJECT: THOMAS MANAGEMENT GROUP, INC.
Ref. Number: W08000005491

We have received your document for THOMAS MANAGEMENT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

✓ Please list the registered agents name in Article 6.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 245-6973.

✗ Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 408A00006722

RECEIVED
08 FEB 15 AM 8:00
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
THOMAS MANAGEMENT GROUP, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a general corporation under and by virtue of the laws of the State of Florida as contained in the Florida General Corporation Act, Chapter 607, Florida Statutes, as amended (the "Act").

ARTICLE 1. NAME

The name of the corporation shall be: THOMAS MANAGEMENT GROUP, INC.

ARTICLE 2. PRINCIPAL ADDRESS

The principal address of the corporation shall be: 5792 Forester Oak Court, Sarasota, Florida 34243.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the corporation is initially organized is to engage in, conduct and carry on the business of providing professional management and marketing related services; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all other lawful business for which corporations may be incorporated under the Act, including qualifying for certain tax or retirement advantages available to general corporations. The corporation shall have all the powers specified in Section 607.011 of the Act.

ARTICLE 4. STOCK

The corporation shall have authority to issue 7,500 shares of common stock with a par value of \$1.00 per share. The corporation shall not have the authority to issue shares in series.

ARTICLE 5. INITIAL OFFICERS AND/OR DIRECTORS

The Initial Officer and Director of the corporation are:

Vincent Thomas, 5792 Forester Oak Court, Sarasota, FL 34243, President
Vincent Thomas, 5792 Forester Oak Court, Sarasota, FL 34243, Vice President
Vincent Thomas, 5792 Forester Oak Court, Sarasota, FL 34243, Secretary
Vincent Thomas, 5792 Forester Oak Court, Sarasota, FL 34243, Treasurer
Vincent Thomas, 5792 Forester Oak Court, Sarasota, FL 34243, Director

ARTICLE 6. INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 5792 Forester Oak Court, Sarasota, Florida 34243. Vincent Thomas is the initial registered agent of the corporation; at such address is 5792 Forester Oak Court, Sarasota, Florida 34243.

ARTICLE 7. INCORPORATORS

The name and address of the incorporator of the corporation is as follows:

VINCENT THOMAS

5792 Forester Oak Court, Sarasota Florida 34243

ARTICLE 8. PREEMPTIVE RIGHTS AND OTHER RESTRICTIONS

8.1 Statement of Preemptive Rights. After the subscription shares have been issued, each holder of shares in the corporation shall have the first right to purchase shares (and securities convertible to shares) of the corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

8.2 Prohibition of Issue of Shares for Other Than Money or Property. Shares in the corporation shall not be issued for consideration other than money, property or in payment of a debt of the corporation, without the unanimous consent of all Shareholders.

8.3 Restrictions on Transfer of Stock. If any two or more Shareholders or subscribers to stock of the corporation shall enter into any agreement restricting the rights of any of them to transfer, encumber or otherwise dispose of any shares of stock of the corporation held by them, then all share certificates subject to such restrictions shall have a reference to the restrictions placed on the certificate and such stock shall not thereafter be transferred on the corporate books except in accordance with the provisions of such agreement. Stock transferred in violation of any such restrictions shall not be entitled to dividend or voting rights until there has been full compliance with the provisions of any such agreement.

ARTICLE 9. EXERCISE OF CORPORATE POWERS

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

ARTICLE 10. DURATION

The date of commencement of corporate existence shall be the date on which the articles are filed with the Secretary of State, and the period of duration of the corporation shall be perpetual.

ARTICLE 11. PROVISIONS FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF AFFAIRS OF THE CORPORATION

Meetings of Shareholders and Directors. Meetings of the Shareholders and Directors of the corporation may be held either within or without the State of Florida at such place or places as may from time to time be designated in the bylaws or by resolution of Shareholders.

Bylaws. The initial Bylaws of the corporation shall be adopted by the Shareholders. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the Shareholders, but the affirmative vote of the holders of three-fourths (3/4) of the shares outstanding shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the corporation, which are consistent with the Act and these Articles of Incorporation.

Contracts in Which Directors Have and Interest. No contract or other transaction of the corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the Directors of the Corporation is interested in or is a Director or Officer of another corporation, or (b) the fact that any Director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a Director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this _____ day of February 2008.

Vincent K Thomas
VINCENT THOMAS, Incorporator

2/12/08
Date

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.

Vincent K Thomas
VINCENT THOMAS, Registered Agent/Incorporator

2/12/08
Date

STATE OF FLORIDA
COUNTY OF SARASOTA

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that _____
Being the incorporator referred to in the foregoing Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and official seal this _____ day of February 2008.

My commission expires _____
(Notary Public)

Date

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