# P08000019280

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#### JOHN M. McCORMICK, P.A.

ATTORNEY AT LAW 501 EAST CHURCH STREET ORLANDO, FLORIDA 32801

Real Property Law Wills, Estates & Estate Planning Post Office Box 3323 Orlando, Florida 32802 Telephone (407) 843-5690 Fax (407) 849-1749

February 1, 2008

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: Harvey's Air Conditioning & Heating Services, Inc.

Our File: H-16c

#### Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation for the above-captioned corporation.

Also enclosed is a check in the amount of \$78.75 which will cover the \$35.00 filing fee, \$8.75 fee for certified copy and \$35.00 registered agent fee.

Please return the Certificate of Incorporation to the undersigned office.

Sincerely,

John M. McCormick

JMM/bmc enclosures



February 13, 2008

JOHN M. MCCORMICK, P.A. 501 EAST CHURCH STREET ORLANDO, FL 32801

SUBJECT: HARVEY'S AIR CONDITIONING & HEATING SERVICES, INC.

Ref. Number: W08000007683

We have received your document for HARVEY'S AIR CONDITIONING & HEATING SERVICES, 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):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6962.

Letter Number: 908A00009374

Valerie Herring Regulatory Specialist II New Filing Section



08 FEB 21 PM 3:31,
TALL AHASSEE, FLORIDA

**OF** 

#### HARVEY'S AIR CONDITIONING & HEATING SERVICES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

### ARTICLE I

The name of this corporation is HARVEY'S AIR CONDITIONING & HEATING SERVICES, INC. The principal place of business of the corporation shall be located at 3075-7 Leon Road, Jacksonville, Florida 32246.

## **ARTICLE II** DURATION

This corporation shall have perpetual existence commencing on February 29, 2008.

## ARTICLE III PURPOSE

To conduct business and do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

#### ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a par value of One Dollar (\$1.00) per share.

## ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 12459 Gately Road South, Jacksonville, FL 32225, the name of the initial registered agent of this corporation at that address is Rosemary M. Harvey.

## ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than One (1). The name and address of the initial directors of this corporation are:

Samuel E. Harvey, Jr. 12168 Banyan Tree Drive Jacksonville, FL 32258

Peggy H. Barnett 3280 Victoria Court E. Jacksonville, FL 32216

Rosemary M. Harvey 12459 Gately Road South Jacksonville, FL 32225

# ARTICLE VII INCORPORATOR

The name and address of the person signing these articles is:

Rosemary M. Harvey 12459 Gately Road South Jacksonville, FL 32225

## ARTICLE VIII BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE IX

#### PROVISIONS FOR REGULATION OF THE CORPORATION'S INTERNAL AFFAIRS

Section 1. Meeting of Shareholders and Directors. Meetings of the shareholders and directors of this corporation may be held either within or without the State of Florida at such place or places as may from time be designated in the code of bylaws or by resolution of the board of directors.

Section 2. Code of Bylaws. The initial code of bylaws of this corporation shall be adopted by its board of directors. The power to amend or repeal the bylaws or to adopt a new code of bylaws shall be in the shareholders, but the affirmative vote of majority of the shares outstanding (or their proxies) shall be necessary to exercise that power. The code of bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Florida Statutes and these Articles of Incorporation.

Section 3. Contracts in Which Directors Have an Interest. No contract or other transaction of this corporation with any person, firm or corporation or no other contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this 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 this corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with this corporation for the benefit of himself or any firm, or corporation in which he may be interested.

#### ARTICLE X INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

# ARTICLE XI PREEMPTIVE RIGHTS OF SHAREHOLDERS

Every shareholder, upon the sale of any new stock of this corporation, 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.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these articles of incorporation and certifies to the truth of the facts herein stated this \_\_\_\_ day of February, 2008.

Rosemary M. Harvey

Having been named registered agent and to accept service of process for the above stated corporation as the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED this day of February, 2008.

osemary M. Harvey