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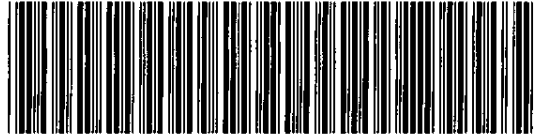
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FILED
08 MAY 13 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: ASHLEY D. BROOKS INSURANCE, 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 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: David A. Makofka, Esquire

Name (Printed or typed)

24 N. Market Street, Suite 402

Address

Jacksonville, FL 32202

City, State & Zip

(904) 355-2700

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 1, 2008

DAVID A. MAKOFKA, ESQUIRE
24 N. MARKET STREET
SUITE 402
JACKSONVILLE, FL 32202

SUBJECT: ASHLEY D. BROOKS INSURANCE, INC.
Ref. Number: W08000022071

We have received your document for ASHLEY D. BROOKS INSURANCE, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Please return 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) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 108A00027670

ARTICLES OF INCORPORATION
OF
ASHLEY D. BROOKS INSURANCE, INC.

FILED
08 MAY 13 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: **ASHLEY D. BROOKS INSURANCE, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is:

To engage in any activity or business permitted under the laws of the United States and of this state.

To the same extent as natural persons might or could do, to purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise to dispose of and deal in, lands, and leaseholds, and any interest, estate, and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise to dispose of, and to invest in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, now or hereafter permitted by law.

To conduct business in, have one or more offices in, and to buy, hold, mortgage, sell, convey, lease, or otherwise to dispose of real and personal property, including franchises, patents,

copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

To exercise all the powers now granted to this type of corporation under Florida Law, and all powers subsequently authorized or granted by law to private corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 at one dollar par value.

The shareholders shall have preemptive rights.

Cumulative voting shall not be permitted.

The shareholders may, by by-law provision or by written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The initial address of the principal office of this corporation in the State of Florida is 1850-1 Park Avenue, Orange Park, Florida 32073. The Board of Director(s) may from time to time move the principal office to any other address in Florida.

ARTICLE VI

This corporation shall have one (1) Director, initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the Stockholders, but shall never be fewer than one.

ARTICLE VII

The name and post office address of the member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
ASHLEY D. BROOKS	1850-1 Park Avenue Orange Park, Florida 32073

ARTICLE VIII

The names and post office addresses of the corporate officers are:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	ASHLEY D. BROOKS	1850-1 Park Avenue Orange Park, Florida 32073

Vice President

ASHLEY D. BROOKS

1850-1 Park Avenue
Orange Park, Florida 32073

ARTICLE IX

The name and post office address of the incorporator to these Articles of Incorporation is:

NAME

ADDRESS

ASHLEY D. BROOKS

1850-1 Park Avenue
Orange Park, Florida 32073

ARTICLE X

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of an claim, action, suit, or proceeding in which they, or any of them are made parties, or a party, or which may be asserted against them or any of them by reason of being or having been directors or offices or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by-law, agreement, vote of stockholders, or otherwise, and the

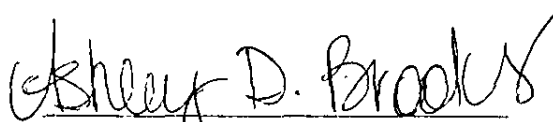
corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

The registered office shall be Ashley D. Brooks, and the registered agent at that same address is 1850-1 Park Avenue, Orange Park, Florida 32073.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the holder or holders of a majority of the stock entitled to vote thereon.



ASHLEY D. BROOKS
(INCORPORATOR)
1850-1 Park Avenue
Orange Park, Florida 32073

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ASHLEY D. BROOKS, to me well known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above.

this 29th day of April, 2008.

AIMEE S. WYNN
Notary Public, State of Florida
My comm. exp. Nov. 3, 2009
Comm. No. DD 487871



Notary Public, State of Florida
My commission expires:

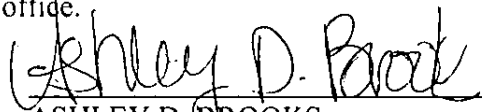
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

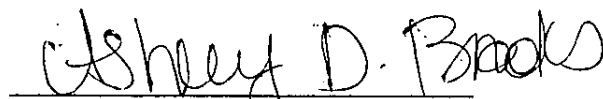
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

First - that ASHLEY D. BROOKS INSURANCE , INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated, in the Articles of Incorporation at Jacksonville, County of Duval, State of Florida, has named ASHLEY D. BROOKS, 1850-1 Park Avenue, Orange Park, Florida 32073, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at 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 open said office.


ASHLEY D. BROOKS
Registered Agent
1850-1 Park Avenue
Orange Park, Florida 32073


ASHLEY D. BROOKS
President of Corporation

FILED
08 MAY 13 PM 1:37
CLERK OF STATE
TALLAHASSEE, FLORIDA