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CALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

JOHN N. STANGER **7909 SW 14TH PLACE** BELL, FL 32619-4605 (352) 463-0179

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 **TALLAHASSEE, FLORIDA 32314**

SUBJECT:

FILING FEE, NEW CORPORATION

PARASCRIBE INTERNATIONAL, INCORPORATED

I ENCLOSE AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A MONEY ORDER IN

THE AMOUNT OF \$78.75.

SIGNED:

JOHN N. STANGER, INCORPORATOR

JOHN N. STANGER **7909 SW 14TH PLACE** BELL, FL 32619-4605 (352) 463-0179

ARTICLES OF INCORPORATION

OF

PARASCRIBE INTERNATIONAL, INC.

ARTICLE I NAME

The name of the corporation shall be:

PARASCRIBE INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7909 S.W. 14TH PLACE BELL, FL 32619-4605

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100,000.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JOHN N. STANGER 7909 S.W. 14TH PLACE BELL, FL 32619-4605

ARTICLE V INCORPORATOR

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

JOHN N. STANGER 7909 S.W. 14TH PLACE BELL, FL 32619-4605

The undersigned has executed these Articles of Incorporation this $\mathcal{J}u/y = 26$, 2008.

JOHN N. STANGER, INCORPORATOR

7909 S.W. 14TH PLACE BELL, FL 32619-4605

FEDERAL S CORPORATION TAX TREATMENT

The board of directors next considered the advantages of electing to be taxed under the provisions of Sub-chapter S of the Internal Revenue Code of 200386, as amended. After discussion, upon motion duly made and seconded, it was unanimously

RESOLVED, that this corporation hereby elects to be treated as a Small Business Corporation for federal income tax purposes under Sub-chapter S of the Internal Revenue Code of 200386, as amended.

RESOLVED FURTHER, that the officers of this corporation take all actions necessary and proper to effectuate the foregoing resolution, including, among other things, obtaining the requisite consents from the shareholders of this corporation and executing and filing the appropriate forms with the Internal Revenue Service within the time limits specified by law.

2*5*____, 2008

John M. Stanger, President/CEO

Parascribe International, Inc.

PAYMENT AND DEDUCTION OF ORGANIZATIONAL EXPENSES

The board next considered the question of paying the expenses incurred in the formation of this corporation. A motion was made, seconded and unanimously approved, and it was

RESOLVED, that the President and the Treasurer of this corporation are authorized and empowered to pay all reasonable and proper expenses incurred in connection with the organization of the corporation, including, among other expenses, filing, licensing, and attorney's and accountant's fees, and to reimburse any persons making any such disbursements for the corporation, and it was

FURTHER RESOLVED, that the Treasurer is authorized to elect to deduct on the first federal income tax return of the corporation the foregoing expenditures over a sixty-month period starting in the month the corporation begins its business, pursuant to, and to the extent permitted by, Section 248 of the Internal Revenue Code of 200386, as amended.

July 25 ,2008.

John N. Stanger, President/CEO Rarascribe International, Inc.

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: PARASCRIBE INTERNATIONAL, INC.
- 2. The name and address of the registered agent and office is:

	STANGER 14TH PLACE 32619-4605
Signature:	
Title:	Founder, President/CEO
Date:	July 25 , 2008.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

JOHN N. STANGER

7909 S.W. 14TH PLACE BELL, FL 32619-4605

Date: <u>July 25</u>, 2008.