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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
10/7

COVER LETTER

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

SUBJECT: Pheme, 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: Amber N. Tikeston
Name (Printed or typed)

8901 Donna Lu Dr.
Address

Odessa, FL 33554
City, State & Zip

813-334-8555
Daytime Telephone number

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

**Articles of Incorporation
of
PHEME, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

Article I-Name of Corporation

The name of the corporation shall be: **PHEME, Inc.**

Article II-Purpose of Corporation

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Laws of the State of Florida.

Article III- Capital Stock

The maximum number of shares of stock, that the corporation is authorized to have outstanding at any time is **FIVE HUNDRED SHARES (500) COMMON STOCK AT \$1.00 PAR VALUE.**

Article IV- Initial Capital

The amount of capital with which this corporation shall begin business is not less than **FIVE HUNDRED (\$500) DOLLARS.**

Article V-Term of Existence

This corporation is to exist perpetually.

Article VI-Principal Place of Business

The initial street address in this state of the principal office of this corporation is 8901 Donna Lu Drive, Odessa, Hillsborough County, Florida 33556. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

Article VII-Directors

This corporation shall have not less than two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by-laws adopted by the Stockholders.

Article VIII-Board of Directors/Officers

The names and street addresses of the members of the first Board of Directors/Officers are:

Amber N. Tileston-*President*
8901 Donna Lu Drive
Odessa, Florida 33556

Cathy Tileston-*Vice-President/Secretary/Treasurer*
8901 Donna Lu Drive
Odessa, Florida 33556

Article IX-Subscribers

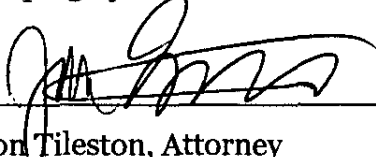
The name(s) and street address (es) of the subscriber(s) of these Articles of Incorporation, the number of shares of each stock, which they agree and to take the value of consideration therefore are:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Amber N. Tileston	100	\$50.00

Article X-Registered Agent

The initial designation of the registered office of this corporation shall be: 17110 Gunn Highway, Odessa, Florida, 33556 which is the address of Jon Tileston.

Pursuant to Florida Statutes, Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provision of said act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.



Jon Tileston, Attorney

Tileston, Simon, and Holloway, P.A.

Article XI-Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholder, and approved at the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

In Witness Whereof, We, the sole Stockholders and Directors hereunto set our hands and seals and hereby consent to the Articles of Incorporation this 2 day of October, 2008.

Amber N. Tileston
Amber N. Tileston
Cathy B. Tileston
Cathy Tileston

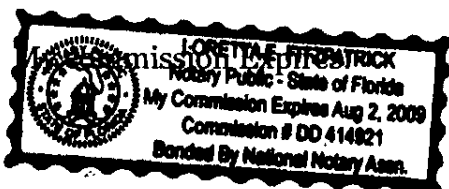
Joan Gietheuer
Witness
Tracy
Witness

State of Florida
County of Hillsborough

I Hearby Certify that on this day, Before Me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared Amber N. Tileston and Cathy Tileston, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above, this 2 day of October, 2008.

Loretta E. Fitzpatrick
Notary Public, State at Large



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TALLAHASSEE, FLORIDA