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SECRETARY OF STATE DIVISION OF CORPORATIONS

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Office Use Only

mD 12/31

### **COVER LETTER**

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

SUBJECT:	MICHAEL RILEY INVESTMENTS, INC.			
	(PROPOSED CORPORATE NAME – <u>MUST INCLUDE SUFFIX</u> )			
			, prime , v	
Enclosed are an orig	inal and one (1) copy of the arti	cles of incorporation and	l a check for:	
\$70.00		\$78.75	\$87.50	
	Filing Fee & Certificate of Status	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate of	
	,	Status ADDITIONAL COPY REQUIRED		
	·		•	
FROM:	SHELLY MAY JOHNSON, ES	SQ.		
	Name	(Printed or typed)		
8726 OLD CR 54, SUITE D				
		Address		
	NEW PORT RICHEY, FL 346			
•	City	, State & Zip		
	(727) 376-7300			
Daytime Telephone number				



November 12, 2008

SHELLY MAY JOHNSON, ESQUIRE 8726 OLD CR 54 SUITE D NEW PORT RICHEY, FL 34653

SUBJECT: MICHAEL RILEY INVESTMENTS, INC.

Ref. Number: W08000051481

We have received your document for MICHAEL RILEY INVESTMENTS, 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 name of the entity must be identical throughout the document.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2009 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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.

Letter Number: 208A00056969

Claretha Golden Regulatory Specialist II New Filing Section

Division of Companytions D.O. DOV 6207 Wellshames Florida 20214



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

December 3, 2008

SHELLY MAY JOHNSON, ESQUIRE 8726 OLD CR 54 SUITE D NEW PORT RICHEY, FL 34653

SUBJECT: MICHAEL RILEY INCORPORATED

Ref. Number: W08000051481

We have received your document for MICHAEL RILEY INCORPORATED 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

#### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2009 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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: 308A00058945



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

December 11, 2008

SHELLY MAY JOHNSON, ESQUIRE 8726 OLD CR 54 SUITE D NEW PORT RICHEY, FL 34653

SUBJECT: MICHAEL RILEY INCORPORATED

Ref. Number: W08000051481

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

You failed to make the correction(s) requested in our previous letter.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2009 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Letter Number: 208A00060066

#### **ARTICLES OF INCORPORATION**

OF

#### MICHAEL RILEY INVESTMENTS, INC.

SECRETARY OF STATE OF STATE OF CORPORATIONS

We, the undersigned subscribers, are organizing a corporation for profit pursuant to the Statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

#### **ARTICLE I**

1.1 The name of the corporation shall be MICHAEL RILEY INVESTMENTS, INC.

### ARTICLE II Duration

2.1 This Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

### ARTICLE III Purpose

- 3.1 To own property, to enter contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
- 3.2 The services of this Corporation carried out only through officers, employees and agents.
- 3.3 To do everything necessary, proper or convenient for the accomplishment of the purpose herein set forth, and to every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

### ARTICLE IV Capital Stock

4.1 The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 7500 shares having a value of \$1.00 per share. Such shares shall be of a single class of common stock.

## ARTICLE V Initial Registered Office and Agent and Principal Office and Mailing Address

- 5.1 The street address of the initial registered office and the principal mailing address of this Corporation is 8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653, and the name of the initial registered agent is Shelly May Johnson, Esq., 8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653.
- 5.2 The initial principal office of this Corporation is located at 8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653, and the Corporation's initial mailing address is 8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653.

#### ARTICLE VI Directors

6.1 This Corporation shall be managed by a Board of Directors of at least one (1) Director. The Directors shall be elected by the shareholders of the corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Shelly May Johnson, President 8726 Old C.R. 54, Suite D New Port Richey, Florida 34653

Todd Michael Johnson, Vice President 8726 Old C.R. 54, Suite D New Port Richey, Florida 34653

### ARTICLE VII Incorporators

7.1 The name and address of the subscriber, who is the incorporator of this Corporation is:

Shelly May Johnson 8726 Old C.R. 54, Suite D New Port Richey, Florida 34653

### ARTICLE VIII Restraint on Alienation

8.1 No shareholder may sell or transfer his or her shares in the Corporation except to another individual who is eligible to be a shareholder in the Corporation under Florida law.

### ARTICLE IX Disqualifications

9.1 If any officer, shareholder, agent or employee of the Corporation who has been rendering professional services to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Services Act by severing all employment with and financial interest in the Corporation.

### ARTICLE X Amendments

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on December 19th, 2008.

SHELLY MAY JOHNSON Incorporator

STATE OF FLORIDA COUNTY OF PASCO

The foregoing instrument was acknowledged before me this  $18^{44}$  day of December, 2008, by Shelly May Johnson, who is personally known to me.

SURNY L. MOODY
MY COMMISSION # DD 826015
EXPIRES: September 25, 2012
Bonded Thru Notary Public Underwriters

Sunny L. Moods Printed Name of Notary

### **CONSENT OF REGISTERED AGENT**

Having been named as Registered Agent for MICHAEL RILEY INVESTMENTS, INC., at the registered office designated in the Articles of Incorporation, the undersigned states that she is familiar with the responsibilities of a registered agent, and accepts the designation of Registered Agent.

SHELLY MAY JOH Registered Agent

STATE OF FLORIDA COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 15 day of December 2008, by Shelly May Johnson, Esq., who is personally known to me.

SUNNY L MOODY
MY COMMISSION # DD 826015
EXPIRES: September 25, 2012
Bonded Thru Notary Public Underwritare

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