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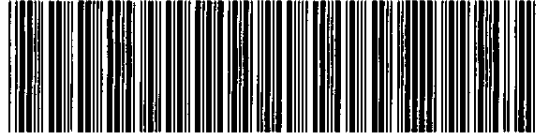
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2009 MAR -5 P 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3-6-09
60-9-26

KANANACK LAW, LLC

1825 RIVERVIEW DRIVE
MELBOURNE, FL 32901

TELEPHONE (321) 726-8595
FACSIMILE (321) 674-3925
wjk@wjklaw.com

March 3, 2009

Department of State
Division of Corporations
PO Box 6237
Tallahassee, FL 32314

Re: NINE YARDS DIGITAL, INC.

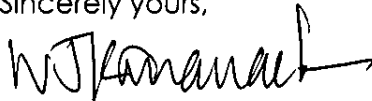
Dear Sir/Madam:

I have enclosed for processing by the Department of State, Division of Corporations, one original and one copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent for the above-referenced corporation. Also enclosed is a check for seventy-eight and 75/100 dollars (\$78.75) made payable to the Department of State to cover the cost of filing the Articles and the registered agent designation and for a certification as to their authenticity.

Please return the certified copy to me at the address listed above.

Thank you.

Sincerely yours,



William J. Kananack

**ARTICLES OF INCORPORATION
OF
NINE YARDS DIGITAL, INC.**

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2009 MAR -5 P 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1: NAME

The name of this corporation shall be Nine Yards Digital, Inc. ("Corporation").

ARTICLE 2: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this Corporation shall be:

490 Trinidad Drive
Satellite Beach, FL 32937

ARTICLE 3: PURPOSE OF CORPORATION

The general nature of the business transacted by this Corporation and the purposes for which this Corporation is formed are as follows:

A. To engage in every phase and aspect of the business as determined by the Board of Directors from time to time including, without limitation, the manufacture, design, construction, ownership, use, purchase, sale or lease, of articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the United States and the State of Florida.

B. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary to the operation of the Corporation.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation.

ARTICLE 4: TERM OF EXISTENCE

The Corporation shall commence as of the date these Articles are filed with the Florida Department of State, Division of Corporations. Thereafter, the Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE 5: CAPITAL STOCK

A. The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred thousand (100,000) shares of common stock having a par value of \$.001 per share.

B. The Board of Directors of the Corporation may authorize, from time to time, the issuance of shares of common stock for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in these Articles of Incorporation, as amended, the Bylaws of the Corporation, or the applicable provisions of Chapter 607 of the Florida Statutes.

ARTICLE 6: VOTING RIGHTS

Except as otherwise provided by law, the entire power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding shares of common stock.

ARTICLE 7: REGISTERED ADDRESS/AGENT

The street address of the initial registered office of the Corporation shall be:

490 Trinidad Drive
Satellite Beach, FL 32937

The name of the initial registered agent of the Corporation at that address shall be:

Susan J. Wisnom
490 Trinidad Drive
Satellite Beach, FL 32937

ARTICLE 8: BOARD OF DIRECTORS

A. The business of this Corporation shall be managed by the Board of Directors, which may exercise such powers of this Corporation and do such lawful acts as are not by law directed or required to be exercised or done only by the stockholders.

B. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, adopted by the shareholders or Directors, but shall never be less than one (1). The initial Board of Directors of this Corporation shall consist of one (1) member who shall hold office until successors have been duly elected and qualified.

C. The names and street addresses of the initial members of the Board of Directors to hold office for the next calendar year are:

Name

Susan J. Wisnom

Street Address

490 Trinidad Drive

Satellite Beach, FL 32937

ARTICLE 9: BYLAWS

The power to adopt, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and the shareholders. The Board of Directors shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 10: INDEMNIFICATION

This Corporation shall to the fullest extent permitted by law, as amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify from and against any and all expenses, liabilities or costs, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders, or disinterested directors, or otherwise, both as to actions in an official capacity, or to actions in another capacity while holding office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of any such person.

ARTICLE 11: SUBCHAPTER "S" ELECTION

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organizational Meeting of the Corporation.

ARTICLE 12: INCORPORATOR

The name and addresses of the Incorporator filing these Articles of Incorporation with the Secretary of State is as follows:

Name

Susan J. Wisnom

Street Address

490 Trinidad Drive

Satellite Beach, FL 32937

ARTICLE 13: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation, or to any amendment hereto, in any manner now or hereafter permitted by the Florida Statutes.

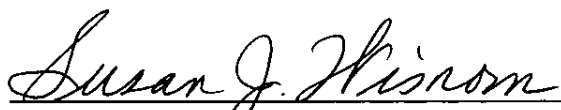
IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on this 26th day of February, 2009.


SUSAN J. WISNOM, INCORPORATOR

**NINE YARDS DIGITAL, INC.
ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, Susan J. Wisnom, having been named as registered agent to accept service of process for the above-named Corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 26th day of February, 2009.


SUSAN J. WISNOM