

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

s.e. energy partners, inc.

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**ARTICLES OF INCORPORATION**

**OF**

**S.E. ENERGY PARTNERS, INC.**

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

**ARTICLE I - CORPORATE NAME**

The name of the Corporation is S.E. ENERGY PARTNERS, INC.

**ARTICLE II - NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to own, maintain, and operate a consulting firm in the areas of electric, energy, and gas; and engage in the sale, connection, distribution, and supply of electricity, energy, or gas to retail and wholesale customers, on its own behalf and on behalf of others; and to engage in any other lawful activities within the purposes for which corporations may be organized under the Florida Business Corporation Act.

The corporation shall exercise any and all powers that corporations have and may exercise under the laws of the State of Florida and as the same may be amended. To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, individuals, and with principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above mentioned objects, purposes, or powers.

Articles prepared by:  
Sylvia Alarcon Sparler, Esq.  
Florida Bar No. 900974  
4200 South Dixie Highway  
West Palm Beach, FL 33405  
(561) 655-9400

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### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

### **ARTICLE IV - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

### **ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial Registered Agent and the registered address of the corporation in the State of Florida shall be:

KEITH HERNANDEZ  
932 Bradley Court, West Palm Beach, FL 33405

### **ARTICLE VI - CORPORATION'S PRINCIPAL OFFICE**

The initial principal office of the corporation shall be at 932 Bradley Court, West Palm Beach, FL 33405. The Board of Directors may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

### **ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by laws adopted by the stockholders, but shall never be less than one (1).

### **ARTICLE VIII - INITIAL OFFICERS**

The names of the initial officer of this corporation and their street address is:

Keith Hernandez, 932 Bradley Court, West Palm Beach, FL 33405

The persons named as initial officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX - INCORPORATOR**

The name and street address of the individual signing these Articles of Incorporation as the Incorporator is:

Keith Hernandez, 932 Bradley Court, West Palm Beach, FL 33405

#### **ARTICLE X - PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

#### **ARTICLE XI - CONFLICT OF INTEREST**

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that the one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individual or individuals contracting with this corporation.

#### **ARTICLE XII - AMENDMENT**

The 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 stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 30<sup>th</sup> day of July, 2009.

Keith Hernandez  
Keith Hernandez

New York  
STATE OF ~~FLORIDA~~  
COUNTY OF ~~PALM BEACH~~  
New York

BEFORE ME, a Notary Public, personally appeared Keith Hernandez, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at 380 Lexington Ave. New York, NY  
30<sup>th</sup> day of July, 2009. West Palm Beach, Florida.

Robert P. Davis  
NOTARY PUBLIC, STATE OF ~~FLORIDA~~  
New York

My Commission Expires:

ROBERT P. DAVIS  
Notary Public, State of New York  
No. 01DAG149774  
Qualified in Richmond County  
Commission Expires July 17, 2010

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

Pursuant to Sec. 607.0501, Florida Statutes, the following is submitted, in compliance  
with said Act:

That S.E. ENERGY PARTNERS, INC., desiring to organize under the laws of the State  
of Florida, with its principal office, as indicated in the Articles of Incorporation, at West Palm  
Beach, Palm Beach County, Florida, has named KEITH HERNANDEZ, 932 Bradley Court,  
West Palm Beach, FL 33405, 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 the  
place designated in this certificate, I hereby agree to act in this capacity, and agree to comply  
with the provisions of said Act relative to keeping open said office.

  
KEITH HERNANDEZ

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