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SECRETARY OF STATE

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October 6 , 2009

Florida Dept. of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Subj: Incorporation of INNOVATION EVOLVING, INC.

Dear Sir or Madam:

Enclosed please find the following:

- 1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
- 2. My check in the amount of \$78.75 to cover the filing fee.
 - 3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express L C L Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (321) 729-6399

Thank you for your assistance in this matter.

Sincerely,

Rich Mahalick

wton

RILLI MEHALICK



09 OCT 13 AM 7: 44

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

INNOVATION EVOLVING, INC.

ARTICLE I. NAME

The name of this corporation is INNOVATION EVOLVING, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 152 North Harbor City Boulevard Suite 200, Melbourne, Florida 32935, and the name of initial registered agent of this corporation at that address is RICH MEHALICK.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

DAVID NEWTON 851 Loggerhead Island Dr. Satellite Beach FL 32937 RICH MEHALICK 2354 Bayhill Drive Melbourne FL 32940

LISA STEELE 3888 South Tropical Trail Merritt Island FL 32952

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at

152 North Harbor City Boulevard Suite 200, Melbourne,

Florida 32935, and the mailing address of the corporation

is 152 North Harbor City Boulevard Suite 200, Melbourne,

Florida 32935.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

DAVID NEWTON 851 Loggerhead Island Dr. Satellite Beach FL 32937

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this day of October, 2009.

DAVID NEWTON

STATE OF FLORIDA COUNTY OF BREVARD

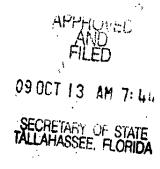
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID NEWTON, known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this () day of October, 2009.

FL DL Exp 6/8/11

Notary Public

C. L. Garcia
Commission #DD647378
Expires: MAR. 06, 2011
COMMISSION BONDED THRU ATLANTIC BONDING CO., INC.



DESIGNATION AS REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That INNOVATION EVOLVING INC., desiring to organize under Statutes of the State of Florida, with its principal office at 152 North Harbor City Boulevard Suite 200, Melbourne, Florida 32935, has named RICH MEHALICK, located at 152 North Harbor City Boulevard Suite 200, Melbourne, Florida 32935, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

RICH MEHALICIC

Registered Agent