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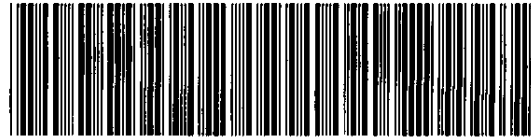
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FULTON
SECRETARY OF STATE
DIVISION OF CORPORATION

gt 6/22/10

COVER LETTER

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

SUBJECT: PHILLY STATION, 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: ROBERT ROY INGHAM
Name (Printed or typed)

6725 N HWY US 1
Address

COCOA, FL 32927
City, State & Zip

321-633-6626
Daytime Telephone number

aounderbud@yahoo.com
E-mail address: (to be used for future annual report notification)

2010 JUN 21 PM 2:26
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

**ARTICLES OF INCORPORATION
OF
PHILLY STATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
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ARTICLE I – NAME

The name of this corporation is **PHILLY STATION, INC.** located at 6725 N. Hwy US1, Cocoa, Florida 32927.

ARTICLE II – DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III – PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with 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 State of Florida or such other State or jurisdiction in which the corporation may qualify to transact business.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$0.10 par value voting common stock.

ARTICLE V – VOTING RIGHTS

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

Articles of Incorporation

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6725 N. Hwy US1, Cocoa, Florida 32927, and the name of the initial registered agent of this corporation at that address is ROBERT ROY INGHAM.

ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have **one (1)** director initially. The number of directors may be either increased or diminished from time to time in accordance with applicable law, the Bylaws or agreement, but shall never be less than one. The name and address of the initial director of **PHILLY STATION, INC.** is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT ROY INGHAM	3361 Tipperary Drive Merritt Island, Florida 32953

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT ROY INGHAM	3361 Tipperary Drive Merritt Island, Florida 32953

ARTICLE IX – BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X – APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

Articles of Incorporation

ARTICLE XI – COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII – INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in, or covered by, said section, 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 action in his official capacity and as to action in another capacity while holding such 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 such a person.

ARTICLE XIII – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto as provided by applicable law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV – I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as “Section 1244 Stock” pursuant to Section 1244 of the Internal Revenue Code of 1986.

Articles of Incorporation

ARTICLE XV – 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 Organization Meeting hereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on June 15th, 2010.



ROBERT ROY INGHAM

**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 Chapter 48.091, Florida Statutes, the following is submitted to compliance with said Act:

First, that PHILLY STATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in Brevard County, Florida, has named ROBERT ROY INGHAM, located at 6725 N. Hwy US1, Cocoa, Florida 32927, 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 accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

REGISTERED AGENT



ROBERT ROY INGHAM

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