

P1000007/641

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

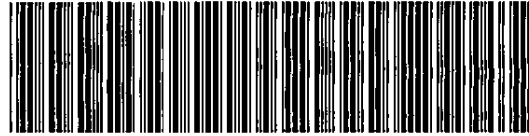
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000184517570

08/30/10--01017--019 **70.00

10 AUG 30 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ON

COVER LETTER

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

SUBJECT: SHERNO HOLDINGS CORP.
(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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: MERCER LAW, P.A. ATTN: MATT
Name (Printed or typed)

2804 N. 5TH STREET, SUITE 102
Address

ST. AUGUSTINE, FL 32084
City, State & Zip

904-347-8316
Daytime Telephone number

PARTNER@MERCER-LAW.COM
E-mail address: (to be used for future annual report notification)

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

APPROVED
AND
FILED

10 AUG 30 PM 4:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SHERNO HOLDINGS CORP.**

*** ** *

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the state of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

ARTICLE I. NAME

The name of this corporation is: SHERNO HOLDINGS CORP.

ARTICLE II. TERM OF EXISTENCE AND FISCAL YEAR

This corporation shall begin existence on the date of filing of these Articles with the Secretary of State of the state of Florida, and shall have a perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1 of each year.

ARTICLE III. PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the corporation shall be located at: 4425 U.S. 1 South, Suite 203, St. Augustine, St. Johns County, Florida 32086 with any other place of business as may be determined and fixed by the board of directors from time to time.

ARTICLE IV. PURPOSE

The corporation shall have perpetual existence for any lawful purpose.

Page 1 of 5


Initials

ARTICLE V. SHARES OF STOCK

The authorized stock of the corporation shall be 100 shares of common stock without par value, with additional shares that may be issued from time to time only upon a unanimous written and signed vote and consent of all of the shares then issued and outstanding at a duly noticed meeting of all shareholders. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable. This provision of this Article V may not be amended without the unanimous written and signed vote and consent of all of the shares then issued and outstanding.

ARTICLE VI. DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the shareholders provided that the corporation shall always have at least one director. The shareholders may remove any director from office at any time with or without cause. The initial director of the corporation is:

Robert Sherno, 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086.

ARTICLE VII. OFFICERS

The names and post office addresses of the officers of the corporation, who, subject to the provisions of the bylaws and the laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

<u>Office</u>	<u>Name and Post Office Address</u>
President	Robert Sherno, 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086.
Secretary	Robert Sherno, 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086.
Treasurer	Robert Sherno, 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086.

ARTICLE VIII. SUBSCRIBERS

The names and post office addresses of the subscribers to the capital stock of this corporation and the number of shares each agrees to take and that each has a fully vested right to, are as follows:

<u>Name and Post Office Address</u>	<u>Number of Shares</u>
Robert Sherno , 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086:	Ninety (90)
Matthew Garner Mercer , 2804 N. 5th Street, Suite 102, St. Augustine, Florida 32084:	Ten (10)

ARTICLE IX. BYLAWS

(a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the board of directors of this corporation.

(b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the state of Florida or of the United States.

ARTICLE X. REGISTERED AGENT

The street address and name of the initial registered agent is: The Mercer Law Office, A Professional Association d/b/a Mercer Law, P.A., 2804 N. 5th Street, Suite 102, St. Augustine, FL 32084.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator subscribing these Articles of Incorporation is: Robert Sherno, 4425 U.S. 1 South, Suite 203, St. Augustine, Florida 32086.

ARTICLE XII. NO RESTRAINT ON ALIENATION

Each shareholder of the corporation shall have the power to sell, transfer, devise, bequeath, pledge, or otherwise dispose of all or any part of his or her shares of stock of the corporation as he or she shall deem appropriate and without restriction.

ARTICLE XIII. AMENDMENT

Except as noted and limited in Article V hereof, these Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

IN WITNESS WHEREOF, the Incorporator has hereto set his hand and seal this 27 day of August, 2010.

Signed, sealed and delivered

in the presence of:

X

By: Michael Pelkowski
[Print name of 1st witness]

X

By: Matthew G. Merrier
[Print name of 2nd witness]

X

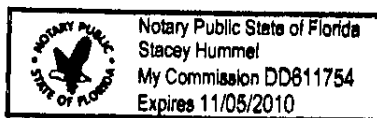
Robert Sherno, Incorporator

STATE OF FLORIDA }

COUNTY OF ST. JOHNS }

The foregoing instrument was acknowledged before me this 27th day of August 2010 by Robert Sherno, the Incorporator of SHERNO HOLDINGS CORP., on behalf of the corporation, who has produced DL S650760500 880 as identification.

[Notary Seal]



Notary Public, State of Florida

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

THE MERCER LAW OFFICE,
A PROFESSIONAL ASSOCIATION D/B/A
MERCER LAW, P.A.

By:



Matthew G. Mercer, as Officer
Registered Agent

Date: August 27th 2010

APPROVED
AND
FILED

10 AUG 30 PM 4:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA