

PI1000004875

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

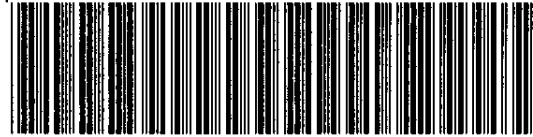
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600190077686

01/11/11--01006--014 **87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JAN 11 PM 3:29

AND
FILED

141

COVER LETTER

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

SUBJECT: **SHARKEE, 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: **Morgan J. Thomas**

Name (Printed or typed)

1732 Mallard Lane

Address

Fernandina Beach, Florida 32034-4111

City, State & Zip

904-261-1965

Daytime Telephone number

morgan@sharkee.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

11 JAN 11 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY:

FIRST: I, the undersigned, Morgan J. Thomas, the post office address of whom is 1732 Mallard Lane, Fernandina Beach, Florida 32034-4111, being over twenty- one (21) years of age, under and by virtue of the General Laws of the State of Florida authorizing the formation of Corporations, do hereby execute and cause to be filed these Articles of Incorporation with the intension of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called "Corporation") is:

SHARKEE, INC

THIRD: The Corporation shall be a close corporation as authorized by the Corporations and Associations Article of the Annotated Code of Florida.

FOURTH: The purpose for which the Corporation is formed are as follows:

- (1) To instruct the public in the martial arts, self-defense, and physical fitness.
- (2) To buy, sell, produce, manufacture and dispose of all kinds of merchandise, equipment, supplies, machinery, tools, goods, wares, foods, potables, drugs, manufactures, commodities, furniture and other products, and generally to engage in any form of buying, selling, leasing, manufacturing or mercantile enterprise not contrary to law.
- (3) To acquire, develop, construct, improve, manage, operate, sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal and take mortgages and assignments of mortgages upon the same: to make and obtain loans on real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing payment thereof by mortgage, security agreement, pledge or otherwise; to acquire, hold, sell hypothecate, assign, transfer and convey its own obligations, the obligations of any other persons or other corporation, and collect, foreclose, impound, compromise, release, satisfy and discharge the same of record; to purchase or otherwise acquire for the purpose of holding or disposing of the same, real or personal property of every kinds and description, including the goodwill, stock, rights and property of any person, firm, association or

corporation, paying for the same in cash, or in stock or bonds of this Corporation; to carry on all or any of its operations without restrictions or limit as to amount; to do any or all of said acts either on its own behalf or as agent or broker for others, and to do all and any acts necessary for the carrying out of the powers above enumerated.

(4) To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or interest therein; and buy, sell, deal and trade in mortgages or other liens on or interests in real estate.

(5) To purchase, lease or otherwise acquire all or any part of the property, rights, business, contracts, goodwill, franchises and assets of every kind, of any corporation, copartnership or individual (including the estate of a decedent), carrying on or having carried on in whole or part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Florida, of stock, bonds, or other securities of the Corporation or otherwise.

(6) To apply for, obtain, purchase, or otherwise acquire, any franchises, permits, certificates, patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, lease, and otherwise turn to the account the same.

(7) To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to subscribe for, purchase or otherwise acquire, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the state of Florida or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country, and while the owner or holder of any such shares of stock, voting, trust certificates, bonds, or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned, with power to designate some person or persons for that purpose from time to time to the same extent as natural persons might or could do; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations or the proceeds thereof, among the stockholders of this Corporations.

(8) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or associations.

(9) To loan or advance money with or without security without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for moneys borrowed or in payment for the property purchases, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(10) To carry on any of the businesses herein before enumerated to the same extent and as fully as natural persons might or could do for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any part thereof, or to enhance the value of its property, business or rights, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated, or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such purpose.

(11) To carry out all or any part of the aforesaid purposes and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries, and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing provisions shall each be construed as independent purposes, objects and powers, and it is hereby expressly provided that the foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance of and in addition to, and not limitation of, the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, nor to limit or restrict the generality of any other purpose, object or business mentioned, nor to limit or restrict any of the powers of the Corporation. Nor shall the expression of one thing be

deemed to exclude another, although it be of like nature, not expressed. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of the State of Florida.

FIFTH: The post office address of the principal office of the Corporation in this state is 1732 Mallard Lane, Fernandina Beach, Florida 32034-4111. The Resident Agent of the Corporation is Morgan J. Thomas, whose post office address is 1732 Mallard Lane, Fernandina Beach, Florida 32034-4111. Said Resident Agent is a citizen of the State of Florida and actually resides therein.

SIXTH: The total number of shares of stock which the Corporation has authority to issue is FIVE THOUSAND (5,000) shares without par value, all of which shares are one class and are designated Common Stock.

LIMITATION UPON TRANSFER OF STOCK: No common stock of the Corporation shall be transferred to any person and no attempted transfer thereof shall be valid unless approved by every stockholder in writing within ninety (90) days prior to the transfer.

SEVENTH: The Corporation elects to have no Board of Directors. Until election to have no Board of Directors becomes effective, there shall be one director whose name is Morgan J. Thomas.

EIGHTH: No contract or other transaction between the Corporation and any other Corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the stockholders or officer of, such other corporation, any stockholders individually, or any firm of which any stockholder be a member, may be a party to, or may be pecuniarily or otherwise interest in, any contract or transaction of this Corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the stockholders or a majority thereof; and any stockholder of this Corporation who is also a stockholder or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the stockholders of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such provision of this paragraph shall be effective as to any provisions of the Annotated Code of Florida, Title Corporations and Associations, as amended from time to time, which cannot be waived by these Articles

NINTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except (1) to the extent that it is provided that such director or officer received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the

7th day of January, 2011

WITNESS

[Signature]

[Signature]
Morgan J. Thomas

11 JAN 11 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTORNEY
FILED

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

[Signature]
Required Signature/Registered Agent

01/05/2011
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

[Signature]
Required Signature/Incorporator

01/05/2011
Date

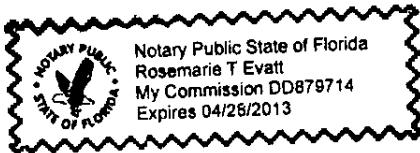
STATE OF FLORIDA)

) TO WHIT

COUNTY OF NASSAU)

ON THIS, the 7th day of January, 2011 before me a Notary Public, the undersigned officer, personally appeared Morgan J. Thomas known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained and acknowledged it to be his act.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Rosemarie T. Evatt

Notary Public

My Commission Expires on 04-28-2013