

P11000067099

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

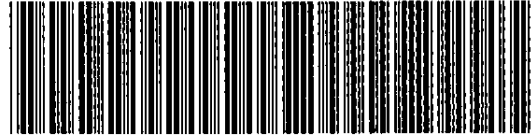
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400209097314

06/20/11--01048--002 **70.00

W11-
33331

2011 JUL 25 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

T. Burch JUL 26 2011

GALLOWAY, JOHNSON, TOMPKINS, BURR & SMITH
A PROFESSIONAL LAW CORPORATION

JASON R. MOSLEY
Special Counsel

jmosley@gjtsb.com

Licensed in Florida

118 EAST GARDEN STREET
PENSACOLA, FL 32502
TELEPHONE (850) 436-7000
TELECOPY (850) 436-7099

www.gjtsb.com

REGIONAL OFFICES

ONE SHELL SQUARE
701 POYDRAS STREET, SUITE 4040
NEW ORLEANS, LOUISIANA 70139-4003
(504) 525-6802

1301 MCKINNEY, SUITE 1400,
HOUSTON, TEXAS 77010
(713) 599-0700

4021 AMBASSADOR CAFFERY PKWY
BUILDING A SUITE 175
LAFAYETTE, LOUISIANA 70503
(337) 735-1760

#3 SANCTUARY BOULEVARD
SUITE 301
MANDEVILLE, LOUISIANA 70471
(985) 674-6680

7730 CARDONDELET AVE SUITE 110
ST. LOUIS, MISSOURI 63105
(314) 728-0525

106 ST. FRANCIS STREET, SUITE 502
MOBILE, AL 36602
(251) 438-7850

620 E. TWIGGS STREET, SUITE 303
TAMPA, FL 33602
(813) 977-1200

1213 31ST AVENUE
GULFPORT, MS 39501
(228) 214-4250

Please reply to the Pensacola Office

July 21, 2011

Department of State
New Filing Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

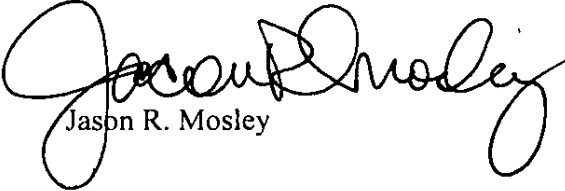
Re: Sweet Will, Inc.
Former Filing: Mahena, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation of Sweet Will, Inc., and your letter dated June 21, 2011 returning the articles for Mahena, Inc. Please replace these new articles with the previously filed articles.

Please contact me with any questions.

Very Truly Yours,


Jason R. Mosley

/JRM
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 JUL 25 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 21, 2011

GALLOWAY JOHNSON TOMPKIN BURR & SMITH
ATTN: JODI A. COOK
118 EAST GARDEN STREET
PENSACOLA, FL 32502

SUBJECT: MAHENA, INC.
Ref. Number: W11000033331

We have received your document for MAHENA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 611A00014989

ARTICLES OF INCORPORATION
OF
SWEET WILL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 JUL 25 PM 4: 36

FILED

The undersigned incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be SWEET WILL, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV. 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 hundred (100) shares of common.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to share of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI. PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

6 Tristan Way

Pensacola Beach, FL 32561

ARTICLE VII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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

Charles Philip Hall
1220 E. Mallory St.
Pensacola, FL 32503

ARTICLE VIII. BOARD OF DIRECTORS

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

ARTICLE IX. INITIAL DIRECTORS

The name of the initial director of this corporation and his street address is:

Charles Philip Hall
1220 E. Mallory St.
Pensacola, FL 32503

The person named as initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE X. RESTRICTIONS ON TRANSFER OF STOCK

The corporation, and, subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation; and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representative, heirs, devisees, legatees, pledgees assignees, receiver in bankruptcy, or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be

deemed to have waived its privilege of purchase. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchase, the secretary of the corporation shall mail a written notice to all of the remaining stockholders by certified mail, return-receipt requested advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with in desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this Article may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this Article. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchase as to any shares of stock less than the total number of shares involved in such offer.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII. INCORPORATOR

The name and address of the incorporator of this corporation is:

Charles Philip Hall
1220 E. Mallory St.
Pensacola, FL 32503

ARTICLE XIII. AMENDMENT

These 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, 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 incorporator, has executed the foregoing Articles of Incorporation on this 18th day of July, 2011.



Charles Philip Hall

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SWEET WILL, INC. at the place designated in the Articles of Incorporation, CHARLES PHILIP HALL agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: 7-18-11



CHARLES PHILIP HALL

FILED
2011 JUL 25 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA