

(Requestor's Name)
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W1200039586

TRANSMITTAL LETTER

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32314

SUBJECT: O'KELLEY & COMPANY ADVERTISING, INC

PROPOSED CORPORATE NAME

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF: \$ 78.75

AN ADDITIONAL ORIGINAL COPY OF THE ARTICLES OF INCORPORATION WILL BE INCLUDED, WHEN A CERTIFIED COPY IS REQUESTED. $(\sim \circ \uparrow \xi)$ $\uparrow h \gtrsim \langle \xi \rangle \sim (\sim \circ \uparrow \xi)$

(NOTE) THEKE WERE

(2) SETS FILED

ORIGINAL

PLEASE: RETURN TO

FRED DAVIDSON ,PA 239 W CLIFTON PLACE BEVERLY HILLS , FL. 34465

PH. (352) 249-3180



FLORIDA DEPARTMENT OF STATE Division of Corporations

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MYSIGHER STREET CHAILON

July 26, 2012

FRED DAVIDSON 239 W CLIFTON PL BEVERLY HILLS, FL 34465

SUBJECT: O'KELLEY & COMPANY ADVERTISING, INC

Ref. Number: W12000039586

We have received your document for O'KELLEY & COMPANY ADVERTISING, INC and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return 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) 245-6052.

Jessica A Fason Regulatory Specialist II

Letter Number: 712A00019737

SEE ENCLOSED
REG &GENT FORM

ARTICLES OF INCORPORATION OF O'KELLEY & COMPANY ADVERTISING, INC

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA, PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES, AND IMMUNITIES OF A CORPORATION FOR PROFIT.

ARTICLE I: NAME

THE NAME OF THIS CORPORATION SHALL BE: O'KELLEY & COMPANY ADVERTISING, INC

ARTICLE II: DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE AND SAME SHALL COMMENCE IT'S CORPORATE EXISTENCE AT THE TIME OF FILING OF THE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA.

ARTICLE III: PURPOSE

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED INCLUDES THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607.0202 OF THE FLORIDA STATUES.

ARTICLE IV: GENERAL POWERS

THIS CORPORATION SHALL HAVE THE FOLLOWING CORPORATE POWERS, TO-WIT:

- A. TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE, AND TO USE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED, AFFIXED OR IN ANY MANNER REPRODUCED.
- B. TO PURCHASE, TAKE, RECEIVE, LEASE OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE AND OTHERWISE DEAL IN AND WITH REAL OR PERSONAL PROPERTY OF ANY INTEREST THEREIN, WHEREVER SITUATE.
- C. TO SELL, CONEY, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN, LEASE, EXCHANGE, TRANSFER AND OTHERWISE DISPOSE OF ALL OR ANY PARTS OF IT'S PROPERTY AND ASSETS.
- D. TO LEND MONEY TO AND USE IT'S CREDIT TO ASSIST ITS
 OFFICERS AND EMPLOYEES IN ACCORDANCE WITH SECTION
 607.141.
- E. TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE OR OTHERWISE DISPOSE OF, AND OTHERWISE USE AND DEAL IN AND WITH OTHER DOMESTIC OR FOREIGN CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS, OR INDIVIDUALS, OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT OR MUNICIPALITY OR OF ANY INSTRUMENTALITY THEREOF.

- F. TO MAKE CONTACTS AND GUARANTEES AND INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE IT'S NOTES, BONDS AND OTHER OBLIGATIONS AND SECURE ANY OF IT'S OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL OR ANY OF IT'S PROPERTY, FRANCHISES AND INCOME.
- G. TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND RE-INVEST ITS FUNDS, AND TAKE AND HOLD REAL AND PERSONAL PROPERTY AS SECURITY FOR THE PAYMENT OF FUNDS SO LOANED OR INVESTED.
- H. TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE THE POWER GRANTED BY THIS ACT WITHIN OR WITHOUT THIS STATE.
- I. TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION.
- J. TO MAKE AND ALTER BYLAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAWS OF THE STATE, FOR THE ADMINISTRATION AND REGULATION OF THE AFFAIRS OF THE CORPORATION.
- K. TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE, SCIENTIFIC, OR EDUCATIONAL PURPOSES.
- L. TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD CONTROL OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY.
- M. TO BE A PROMOTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE, OR MANAGER OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER

N. TO HAVE AND EXERCISE ALL POWERS NECESSARY OR CONVENIENT TO EFFECT IT'S PURPOSE.

ARTICLE V: SHARES OF STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE SHALL BE ONE THOUSAND SHARES OF COMMON CLASS ONLY WITH A PAR VALUE OF [\$ 1.00] DOLLAR PER SHARE. EACH HOLDER OF COMMON STOCK IN THIS CORPORATION SHALL BE ENTITLED TO ONE VOTE FOR EACH SHARE OF COMMON STOCK HELD BY HIM OR HER.

ARTICLE VI: PRE-EMPTIVE RIGHTS

THE SHAREHOLDERS OF THIS CORPORATION SHALL HAVE PRE-EMPTIVE RIGHTS TO ACQUIRE UN-ISSUED OR TREASURY SHARES OF THE CORPORATION, OR SECURITIES OF THE CORPORATION CONVERTIBLE INTO OR CARRYING A RIGHT TO \$\frac{1}{2}\$. SUBSCRIBE TO OR ACQUIRE SHARES IN SAID CORPORATION.

ARTICLE VII: PRINCIPLE PLACE OF BUSINESS

THE STREET ADDRESS OF THE CORPORATION'S PRINCIPLE PLACE OF BUSINESS IS AS FOLLOWS, TO-WIT:

313 WILLIAMS STREET, SUITE 11, TALLAHASSEE, FL 32303

ARTICLE VIII: REGISTERED AGENT

THE NAME AND ADDRESS OF THE CORPORATION'S INITIAL REGISTERED AGENT FOR PROCESS OF SERVICE IS AS FOLLOWS: PATRICIA O'KELLEY AMOS 313 WILLIAMS STREET, SUITE 11, TALLAHASSEE, FL 32303

ARTICLE IX : BOARD OF DIRECTORS

THE BOARD OF DIRECTORS OF THIS CORPORATION SHALL CONSIST OF ONE OR MORE MEMBERS, AND THE EXACT NUMBER THEREOF TO BE FIXED BY THE BYLAWS OF SAID CORPORATION. THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF ONE/TWO MEMBERS WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS, TO-WIT:

NAME

ADDRESS

PATRICIA O'KELLEY AMOS 3046 SHAMROCK STREET N TALLAHASSEE, FL 32309

SAID MEMBERS OF THE INITIAL BOARD OF DIRECTORS SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING, AND UNTIL SAID SUCCESSOR SHALL HAVE BEEN ELECTED AND QUALIFIED, OR UNTIL RESIGNATION, REMOVAL FROM OFFICE OR DEATH, WHICHEVER SHALL FIRST OCCUR.

ARTICLE X: INCORPORATORS

THE FOLLOWING PERSON(S) SHALL ACT AS THE INCORPORATORS OF: O'KELLY & COMPANY ADVERTISING, INC BY SIGNING AND DELIVERING, OR CAUSING TO BE DELIVERED, SAID ARTICLES OF INCORPORATION, IN DUPLICATE, TO THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA:

NAME:

ADDRESS

PATRICIA O'KELLEY AMOS 3046 SHAMROCK STREET N TALLAHASSEE, FL 32309

ARTICLE XI: BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS. BY-LAWS ADOPTED BY THE BOARD OF DIRECTORS MAY BE REPEALED OR CHANGED.

THE BY-LAWS MAY CONTAIN ANY PROVISIONS FOR THE REGULATION AND MANAGEMENT OF THE AFFAIRS OF THE CORPORATION NOT INCONSISTENT WITH THE LAW OR THE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, WE, THE UNDERSIGNED SUBSCRIBING INCORPORATORS, HAVE HEREUNTO SET OUR BONDS AND SEALS THIS 15TH DAY OF MAY 2012 FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND WE HEREBY MAKE AND FILE IN THE OFFICE OF THE SECRETARY OF STATE, STATE OF FLORIDA, THIS CERTIFICATE OF INCORPORATION, AND CERTIFY THAT THE FACTS HEREIN STATED ARE TRUE.

SEC/TREAS

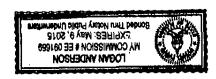
[STATE OF FLORIDA]

[COUNTY OF LEON]

BEFORE ME, THIS DAY PERSONALLY APPEARED PATRICIA O'KELLEY AMOS TO ME WELL KNOWN TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THE SAME FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS:

NOTARY PUBLIC





12 AUS -6 AM 7:21

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to Florida Statutes Section 48.091 and 607.0501 the following is submitted: the undersigned corporation, organized under the laws of the state of Florida designates the Registered Agent / Registered Office as the following:

- [1] Corporate name: O'KELLEY & COMPANY ADVERTISING, INC
- [2] Name & Address of the registered agent / office is:

PATRICIA O'KELLEY AMOS 313 WILLIAMS STREET, SUITE 11 TALLAHASSEE, FL 32303

Signature

corporate officer

Title PRES Date MAY 15 20.5

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificaters. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Patina Dkelley Amor MAY 15, 2012 Signature Date