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SECRETARY OF STATE  
TALLAHASSEE, FL 32301

T. Burch JAN 9 2013

## COVER LETTER

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

**SUBJECT: HILDEBRAND AND NOLL ASSOCIATES, 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: MICHAEL HILDEBRAND**

Name (Printed or typed)

**603 EAST 9TH AVENUE**

Address

**MT DORA, FL 32757**

City, State & Zip

**(410) 586-3048**

Daytime Telephone number

**SCROMWELL@HCAACPA.COM**

E-mail address: (to be used for future annual report notification)

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

**"HILDEBRAND AND NOLL ASSOCIATES, INC."  
ARTICLES OF INCORPORATION**

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TALLAHASSEE, FLORIDA

FIRST: I, Michael S. Hildebrand, whose post office address is 603 East 9<sup>th</sup> Avenue, Mount Dora, Florida 32757 also Mailing Address: P.O. Box 1925, Mount Dora, Florida 32756-1925, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Florida.

SECOND: The name of the corporation (hereinafter referred to as the "Corporation") is HILDEBRAND AND NOLL ASSOCIATES, INC."

THIRD: The purposes for which the corporation is formed are:

- (1) To act as a developer for materials, products, and articles relating to the fields of fire and safety training and planning, and related fields, and the doing of any and all other business incidental thereto, or connected therewith; to develop, publish, distribute, buy, sell, acquire rights to, and generally deal in technical books and audio-visual materials relating to hazardous materials fire safety; to engage in the general business of teaching and consulting in the fields of fire safety and hazardous materials; and to engage in any other lawful purpose and business; and
- (2) To do anything permitted by TITLE XXXVI, Chapter 607 of the State of Florida, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 603 East 9<sup>th</sup> Avenue, Mount Dora, Florida 32757. The name and post office address of the Resident Agent of the corporation in this State is Michael S. Hildebrand, 603 East 9<sup>th</sup> Avenue, Mount Dora, Florida 32757. Said Resident Agent is an individual residing in this State.

FIFTH: The total numbers of capital stock which the Corporation has authority to issue is One Thousand (\$1,000) shares of common stock, with a par value of One Dollar (\$1.00).

SIXTH: The number of Directors of the Corporation shall be two (2), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than the number permitted under TITLE

XXXVI, Chapter 607.08401 of the State of Florida, as amended from time to time. Chapter 607.08401 provides that:

- (1) A corporation shall have the officers described in its bylaws or appointed by the board of directors in accordance with the bylaws.
- (2) A duly appointed officer may appoint one or more officers or assistant officers if authorized by the bylaws or the board of directors.
- (3) The bylaws or the board of directors shall delegate to one of the officers responsibility for preparing minutes of the directors' and shareholders' meetings and for authenticating records of the corporation.
- (4) The same individual may simultaneously hold more than one office in a corporation.

SEVENTH: The names and addresses of the individuals serving as corporate officers and directors are:

- (1) Michael S. Hildebrand as President and Treasurer operating from at 603 East 9<sup>th</sup> Avenue, Mount Dora, Florida 32757 also Mailing Address: P.O. Box 1925, Mount Dora, Florida 32756-1925; and
- (2) Gregory G. Noll, Vice President and Secretary, operating from 1020 Stonemanor Drive, Lancaster, Pennsylvania 17603.

EIGHTH: Except as may otherwise be provided by the Board of Directors of the Corporation, no holder of any shares of stock of the Corporation, shall have any pre-emptive rights to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 2<sup>nd</sup> day of January 2, 2013, and I acknowledge the same to be my act.

WITNESS:

Michael S. Hildebrand Gregory G. Noll

Michael S. Hildebrand

Gregory G. Noll

*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*

Michael S. Hildebrand  
Required Signature/Registered Agent

01/01/2013

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.*

Michael S. Hildebrand  
Required Signature/Incorporator

01/01/2013

Date

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