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SUBJECT: M & C Holding KW, 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 ☒ \$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: Terrance A. Jones

Name (Printed or typed)

1835 East West Parkway, Suite 17

Address

Fleming Island, Florida 32003

City, State & Zip

904-272-4400

Daytime Telephone number

screaminvrod@yahoo.com

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

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

ARTICLES OF INCORPORATION

OF

M & C Holding KW, Inc.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is M & C Holding KW, Inc.

ARTICLE II - TERMS OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of making repairs on motor vehicles, and other lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 7,500 shares of capital stock for the par value of \$1.00 per share. The sum of \$7,500.00, the par value of all shares of capital stock of the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends

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payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Clay County, Florida, and the address is 1835 East West Parkway, Suite 17, Fleming Island Florida 32003. The name of the initial registered agent is Terrance A. Jones, whose address is 1835 East West Parkway, Suite 17, Fleming Island, Florida 32003.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of one (1) member who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The name and address of the person who shall serve as Director until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS
Terrance A. Jones	1835 East West Parkway, Suite 17 Fleming Island, Florida 32003

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME	ADDRESS
Terrance A. Jones	1835 East West Parkway, Suite 17 Fleming Island, Florida 32003

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a three-fourths (3/4) vote of the common stock.

ARTICLE X - PREEMPTIVE RIGHTS

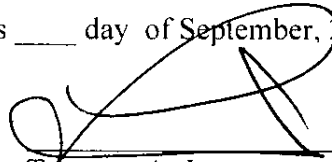
The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XI - CUMULATIVE VOTING

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or Vice-President of said

corporation not less than twenty-four (24) hours prior to the time set for the holding of the share- holder's meeting for the election of directors that said shareholder intends to cumulate her vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Fleming Island, Florida, on this ____ day of September, 2015.


Terrance A. Jones

STATE OF FLORIDA
COUNTY OF CLAY

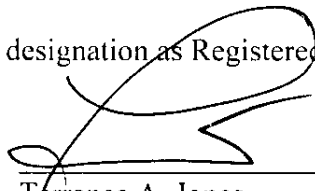
Before me, the undersigned authority, personally appeared TERRANCE A. JONES who is personally known to me, or who produced _____ as identification, known to me to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fleming Island, County and state aforesaid, this ____ day of September, 2015.

Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent for M & C Holding KW, Inc.


Terrance A. Jones