

P16000031834

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

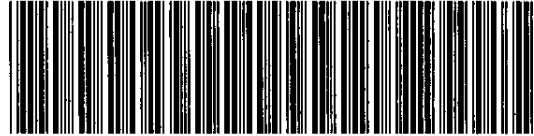
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

P

Office Use Only



500284068045

04/05/16--01004---001 **70.00

FILED
16 APR -5 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

0411-14



Trusted Counsel
ASHLEY LLC

jferguson@trusted-counsel.com

Direct Dial (404) 961-7604

April 1, 2016

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

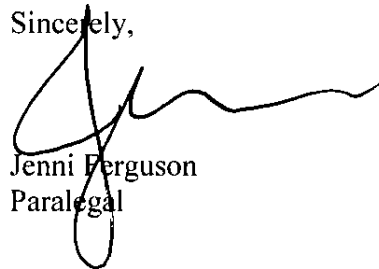
Re: Randolph Arlington, Inc.

Dear Sir or Madam:

Enclosed please find two (2) scanned copies of executed Articles of Incorporation for Randolph Arlington, Inc. and a check in the amount of \$70.00 for the filing fee.

Your immediate handling of this request is greatly appreciated. If you have any questions, please do not hesitate to contact me at the telephone number or email address listed above.

Sincerely,



Jenni Ferguson
Paralegal

Enclosures

Cc: Evelyn Ashley

RANDOLPH ARLINGTON, INC.

ARTICLES OF INCORPORATION

I.

The name of the Corporation shall be Randolph Arlington, Inc.

II.

The principal place of business and mailing address of the Corporation is:

Marl Court, Pir Lane
Marl Pit Hill
Edenbridge, Kent
TN8 6BD
England

FILED
16 APR -5 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

III.

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

IV.

The Corporation shall have the authority to issue the following classes of stock:

(a) Ten thousand (10,000) shares of no par value Class A voting common stock ("Class A Common Stock")

(b) Ninety thousand (90,000) shares of no par value Class B non-voting common stock ("Class B Stock")

Except as provided in the paragraph below, with respect to voting powers, the Class A Common Stock and the Class B Common Stock of the Corporation shall be identical in all respects.

With respect to voting powers, except as required by the Florida Business Corporation Act, the holders of Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation, the election of the Board of Directors, and the holders of Class B Common stock shall have no voting power whatsoever, including, but not limited to the election of the Board of Directors.

VI.

The name and address of the registered agent is:

Rhys Hollyman
Logan Realty, Inc.
333 Clematis Street, Suite 201
West Palm Beach, FL 33401

VII.

The name and address of the Incorporator is:

Jenni Ferguson
Trusted Counsel (Ashley) LLC
1201 Peachtree Street, N.E. Suite 500
Atlanta, Georgia 30361

VIII.

No director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; (c) liabilities of a director imposed by Section 607.0834 of the Florida Business Corporation Act; or (d) any transaction from which the director derived an improper personal benefit.

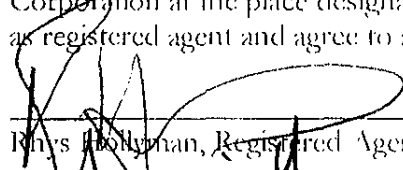
VII.

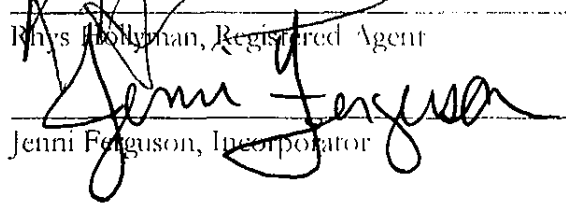
Any action required by law or by the Bylaws of the Corporation to be taken at a meeting of the shareholders of the Corporation, and any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice of such action without a meeting by less than unanimous written consent shall be given within ten (10) days of the taking of such action to those shareholders of record on the date when the written consent is first executed and whose shares were not represented on the written consent.

VIII.

The Corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to repurchase its shares out of its unreserved and unrestricted capital surplus available therefor.

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.


Rhys Hollyman, Registered Agent


Jenni Ferguson, Incorporator

3/31/16
Date

03/31/2016
Date

FILED
16 APR -5 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA