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CT Corporation System

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Division of Corporations

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September 15, 2016

CT CORPORATION SYSTEM

SUBJECT: JAMES M. THOMPSON ENTERPRISES, INC.  
Ref. Number: W16000063168

We have received your document for JAMES M. THOMPSON ENTERPRISES, INC. and your check(s) totaling \$120.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct number 4 on the Certificate of Domestication page.

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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 216A00019774

**\*RE-SUBMIT\***

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September 13, 2016

CT CORPORATION SYSTEM

SUBJECT: J.M.T. ENTERPRISES, INC.  
Ref. Number: W16000063168

RECEIVED  
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16 SEP 14 PM 4:40

We have received your document for J.M.T. ENTERPRISES, INC. and your check(s) totaling \$120.00. 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.

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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 316A00019427

**\*RE-SUBMIT\***

Please retain original filing  
date of submission 9/12/16

### CERTIFICATE OF DOMESTICATION

The undersigned, James M. Thompson, Jr., President  
(Name) (Title)

of J.M.T. Enterprises, Inc. a foreign corporation.  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 27, 1985.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was West Virginia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was J.M.T. Enterprises, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is James M. Thompson Enterprises, Inc..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was West Virginia.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President of J.M.T. Enterprises, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 19 day of September, 2016.

James M. Thompson  
(Authorized Signature)

#### Filing Fee:

|  |          |
|--|----------|
| Certificate of Domestication                 | \$ 50.00 |
| Articles of Incorporation and Certified Copy | \$ 78.75 |
| Total to domesticate and file                | \$128.75 |

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16 SEP 12 PM 3:03

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16 SEP 12 PM 3:08

**ARTICLES OF INCORPORATION  
OF  
JAMES M. THOMPSON ENTERPRISES, INC.**

The undersigned, acting as incorporator of a corporation under Chapter 601, F.S., adopts the following Articles of Incorporation for such corporation. FILED IN DUPLICATE:

**ARTICLE I**

The name of the corporation is "James M. Thompson Enterprises, Inc."

**ARTICLE II**

The street address of the principal office of said corporation shall be 57 Macuro Court, Fort Myers, Florida, 33912, and the mailing address of said corporation shall be 57 Macuro Court, Fort Myers, Florida, 33912.

**ARTICLE III**

The purpose or purposes for which this corporation is formed is to transact any or all lawful business for which corporations may be incorporated under the corporation laws of the State of Florida.

**ARTICLE IV**

No Shareholder of this corporation shall have any preemptive right whatsoever.

**ARTICLE V**

Provisions for the regulation of the internal affairs of the corporation are:

A. Liability. No director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for any breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith which involve intentional misconduct or a knowing violation of law, (iii) for the types of liability set forth in the Florida Statutes, or (iv) for any transaction from which the director received an improper personal benefit.

B. Indemnification. Each person who was or is a party or is threatened to be made a party to or is involved (including, without limitation, as a witness or deponent) in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, investigative or otherwise in nature ("Proceeding"), by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the corporation or is or was serving at the written request of the corporation's Board of Directors, president or their delegate as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such Proceeding is alleged action or omission in an official capacity as a director, officer, trustee, employee or agent or in any other capacity, shall be indemnified and held harmless by the corporation to the fullest extent authorized by law, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than said Code permitted the corporation to provide prior to such amendment), against all expenses, liability and loss (including, without limitation, attorneys' fees and disbursements, judgments, fines, ERISA or other similar or dissimilar excise taxes or penalties and amounts paid or to be paid in settlement) incurred or suffered by such person in connection therewith; provided, however, that the corporation shall indemnify any such person seeking indemnity in connection with a Proceeding (or part thereof) initiated by such person only if such Proceeding (or part thereof) was authorized by the Board of Directors of the corporation; provided, further, that the corporation shall not indemnify any person for civil money penalties or other matters, to the extent such indemnification is specifically not permissible pursuant to federal or state statute or regulation, or order or rule of a regulatory agency of the federal or state government with authority to enter, make or promulgate such order or rule. Such right shall include the right to be paid by the corporation expenses, including, without limitation, attorneys' fees and disbursements incurred in defending or participating in any such Proceeding in advance of its final disposition; provided, however, that the payment of such expenses in advance of the final disposition of such Proceeding shall be made only upon delivery to the corporation of an undertaking, by or on behalf of such director or officer, in which such director or officer agrees to repay all amounts so advanced if it should be ultimately determined that such person is not entitled to be indemnified under this Article or otherwise. The termination of any Proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the corporation, or that such person did have reasonable cause to believe that his conduct was unlawful.

C. Non-Exclusivity of Rights. The rights conferred on any person hereunder shall not be exclusive of and shall be in addition to any other right which such person may have or may hereafter acquire under any statute, provision of the Articles of Incorporation, Bylaws, agreement, vote of shareholders or disinterested directors or otherwise.

D. Insurance. The corporation may purchase and maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the corporation or another corporation, partnership, joint venture, trust or other enterprise against such expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under Florida law.

## ARTICLE VI

The amount of total authorized capital stock of said corporation shall be Five Thousand Dollars (\$5,000.00) which shall consist of five thousand (5,000) shares of common stock, with a par value of one dollar (\$1.00) per share.

The Board of Directors shall have the power and authority at any time and from time to time to issue, sell or otherwise dispose of any unissued but authorized shares presently provided for in the Articles of Incorporation, or that may hereafter be provided for by a subsequent amendment to the Articles of Incorporation, to such persons or parties, for such considerations and upon such terms and conditions as the Board of Directors in its discretion may deem to be in the best interests of the corporation. Except as expressly provided to the contrary hereinafter, such issuance, sale or other disposition may be made without offering such shares, or any part thereof, to the holders of Common Stock, and no such holder shall have any preemptive right to subscribe for any such shares.

Each holder of Common Stock of the corporation entitled to vote shall have one vote for each share thereof held.

## ARTICLE VII

The full name and address of the incorporator is:

NAME

James M. Thompson, Jr.

ADDRESS

57 Maruco Court  
Fort Myers, Florida 33912



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### ARTICLE VIII

The existence of this corporation is to be perpetual.

### ARTICLE IX

The name and address of the registered agent is:

James M. Thompson, Jr., President  
James M. Thompson Enterprises, Inc.  
57 Maruco Court  
Fort Myers, Florida 33912

### ARTICLE X

The names and address of the initial director and officers of the Corporation are:

| <u>NAME</u>            | <u>ADDRESS</u>                                  | <u>TITLE</u>           |
|------------------------|---|------------------------|
| James M. Thompson, Jr. | 57 Maruco Court<br>Fort Myers, Florida<br>33912 | Director/<br>President |
| Tamara L. Thompson     | 57 Maruco Court<br>Fort Myers, Florida<br>33912 | Director/<br>Secretary |

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.

James M. Thompson, Jr.  
Signature/Registered Agent

Sept 16, 2012  
Date

Tamara L. Thompson  
Signature/Incorporator

Sept 11, 2012  
Date