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## MAMIE WASHINGTON KENDALL, P.A.

ATTORNEY & COUNSELOR AT LAW



341 S.E. 2<sup>nd</sup> St. Belle Glade, Florida 33430-0338

Telephone: 561-992-4208
Facsimile: 561-992-0338
Email: <a href="mailto:lrobinsonmwk@aol.com">lrobinsonmwk@aol.com</a>

November 4, 2016

Department of State
New Filing Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: East Lake Cleaning, Inc.

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation regarding the above matter. Also enclosed is a check in the amount of \$78.75 for the filing fee and Certificate of Status.

The e-mail address to be used for future annual report notification is <a href="mailto:calvinjbowens@gmail.com">calvinjbowens@gmail.com</a>

Should you have any questions please advise.

Thank you in advance.

Sincerely,

Mamie Washington Kendall, Esquire

MWK:lr

**Enclosures** 

# ARTICLES OF INCORPORATION

#### OF

### EAST LAKE CLEANING, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

#### **ARTICLE I - NAME**

The name of the Corporation is EAST LAKE CLEANING, INC., (hereinafter, "Corporation").

#### ARTICLE II - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 324 N.W. Avenue "E" Belle Glade, Florida 33430 and the mailing address is Post Office Box 2754, Belle Glade, Florida 33430.

#### **ARTICLE IV - INCORPORATION**

The name and physical address of the incorporator is Calvin J. Bowens, Sr., 324 S.W. Avenue E, Belle Glade, Florida 33430, mailing address is Post Office Box 2754, Belle Glade, Florida 33430.

#### **ARTICLE V - OFFICERS**

The officers of the Corporation shall be:

President:

Calvin J. Bowens, Sr.

Secretary:

Marshette Bowens

Treasurer:

Sean Bowens

whose address shall be the same as the principal office of the Corporation.

#### ARTICLE VI DIRECTOR(S)

The Director(s) of the Corporation shall be:

Calvin J. Bowens, Sr.

whose address shall be the same as the principal office of the Corporation.

SECRETARY OF JOYNEY

#### ARTICLE VII - CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this corporation is authorized to have outstanding at any time is **TEN THOUSAND(\$10,000)** shares of common stock each share having the par value of **ONE CENT (\$.01)**.
- 7.2. All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE VIII – SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

- 8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

#### ARTICLE IX - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

#### ARTICLE X - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporation.

#### ARTICLE XI - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE XII – REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or rights is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE XIII – REGISTERED OFFICE AND REGISTERED AGENT

Calvin J. Bowens, Jr., located at 3281 S.W. Cohutta Street, Port St. Lucie, Florida 34953.

#### **ARTICLE XIV - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### **ARTICLE XV - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE XVI - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 3nd day of November, 2016.

Calvin J. Bowens, Sr., Incorporator

Calin Bowers

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

**CALVIN J. BOWENS, JR.** having been designated as the Registered Agent in the above and foregoing Articles of Incorporation is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this day of Nouncer, 2016.

Calvin J. Bowens, Jr., Registered Agent

3281 S.W. Cohutta Street Port St. Lucie, Florida 34953