

P/6000098053

(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:

Office Use Only



000293059840

12/12/16--01012--006 **87.50

h 12/13/16

COVER LETTER

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

SUBJECT: Choose Educational Tools, 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: Cecilia A Honeywood

Name (Printed or typed)

2331 NW 119th St, #204

Address

Miami, FL 33167

City, State & Zip

954-479-6874

Daytime Telephone number

godisalltome25@yahoo.com

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

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

ARTICLE OF INCORPORATION
OF
CHOOSE EDUCATIONAL TOOLS, INC.

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

ARTICLE I
NAME

Section 1.1 The name of the Corporation shall be: **CHOOSE EDUCATIONAL TOOLS, INC.**, (hereinafter "Corporation").

ARTICLE II
PRINCIPLE OFFICE

Section 2.1 The Corporation's principle office in the State of Florida is: 2331 NW 119th St, #204, Miami, FL 33147 and the mailing address is the same.

ARTICLE III
PURPOSE OF CORPORATION

The purpose of which the corporation is organized is:

Section 3.1 The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute.

Section 3.2 The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
OFFICERS

The officers of the Corporation shall be:

President-CEO/Secretary
Vice President/Treasurer

Cecilia A Honeywood
LaTanya C. Matthews-Heidelberg

whose mailing addresses shall be the same as the principal office of the Corporation.

ARTICLE V DIRECTOR(S)

Section 5.1 The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the ("Board")), subjected to the restriction that, except as specifically set forth to the contrary in the Bylaws.

Section 5.2 The Corporation shall have **TWO (2)** director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws. The Board of Directors shall consist of the following member elected in accordance with this Section and the Bylaws:

Cecilia A Honeywood
LaTanya C Matthews-Heidelberg

whose mailing addresses shall be the same as the principal office of the Corporation.

ARTICLE VI CORPORATE CAPITALIZATION

Section 6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE THOUSAND (1000)** shares of common stock, each share having the par value of **ONE DOLLARS (\$1.00)**.

Section 6.2 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.

Section 6.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

Section 6.4 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.

Section 6.5 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.

Section 6.6 The Board of Director(s) of the Corporation may, by Restated Article 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 VII 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 VII 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 or these Articles of Incorporation.

ARTICLE VIII REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right 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.

ARTLE IX 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 X
DURATION**

Section 6.1 The Corporation shall have perpetual existence unless dissolved pursuant to law.

**ARTICLE XI
EFFECTIVE DATE**

This Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE XII
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 directors in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE XIII
REGISTERED AGENT AND REGISTERED OFFICE**

Section 8.1 The name and address of the registered agent is:

Cecilia A. Honeywood
2331 NW 119th Street, #204
Miami Gardens, Florida 33167

**ARTICLE XIV
INCORPORATOR**

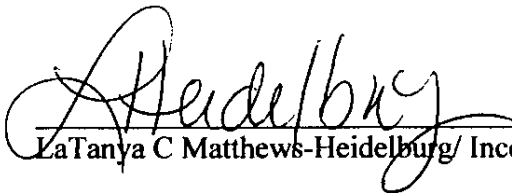
Section 9.1 The name and address of the Incorporator is:

LaTanya C Matthews-Heidelberg
2331 NW 119th St, #204
Miami, Fl 33167

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.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, 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 1 day of November, 2016


LaTanya C Matthews-Heidelberg/ Incorporator


Cecilia A. Honeywood/Registered Agent