

P240000063970

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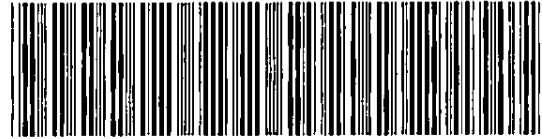
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FL

205

COVER LETTER

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

SUBJECT: Pearl Blue 1 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: Scott Hall  
Name (Printed or typed)  
9570 Regency Square Blvd  
Address  
Jacksonville, FL 32225  
City, State & Zip  
904-544-3800  
Daytime Telephone number  
rain.Wilson@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**  
**PEARL BLUE 1, INC.**

**In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

The undersigned incorporator, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**Article I – Corporation Name and principal office address**

The name of this professional service corporation is

**PEARL BLUE 1, INC.**  
10624 Meadowlea Drive,  
Jacksonville, FL 32218

**Article II – The said mailing street address of this corporation**

**PEARL BLUE 1, INC.**  
10624 Meadowlea Drive,  
Jacksonville, FL 32218

**Article III – Business Purpose**

The general nature of business to be engaged in by this corporation is to manage assets for its affiliates and partners.. This company will manage its real estate holdings and properties located in North Florida area to include Jacksonville, Florida, but not limited to the state of Florida. This company will provide professional consulting services as it relates to one of its primary functions of engaging in the real estate industry. This corporation is not limited to domestic companies, but will consult and manage its affiliates and partners internationally. From time to time the company will solicit international contracts from individuals and companies to manage its real estate holdings.

**PEARL BLUE 1, INC.**, will reserve the right to partner with other entities to secure contractual arrangements with municipalities, state, and federal government. A division of this company may engage in other activities to increase its revenue for the owners.

This company will engage in any other activities or business permitted under the laws of the United States of America to manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of , and to invest in, trade in, deal in and with goods, wares merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

#### **Article IV – Stock**

The maximum number of shares of stock that the corporation is authorized to issue is 75,000 at a par value of six (\$6.00) dollars per share.

A. Shareholder of the corporations shall have the preemptive right to acquire their pro rata share of stock of the corporation and for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to: cash, other property, services, acquisitions of other corporations, shares, or property through merger or extinguishments of debts. Preemptive rights shall apply to the resistance of all redeemed or otherwise acquired shares, including the resistance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.

C. No issue of stock of the corporation shall take place unless the shareholders of the corporation shall unanimously approve the price at which the stock is to be issued,

D. There shall be no more than five (5) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, associations, or partnerships.

#### **Article V – Share Transfer Restriction**

No owner shall have the right or power to pledge, sell, or otherwise dispose of, except by will any capital interest in this company without first offering said capital interest for sale to the company's authorized representative at the then book value.

#### **Article VI – Terms of Existence**

This company is to exist perpetually.

#### **Article VII – Officers**

**PRESIDENT: APRIL L. WILSON**  
10624 Meadowlea Drive,  
Jacksonville, FL 32218

The business affairs of the corporation shall be conducted by a President, a Secretary, and a Treasurer elected by shareholders as provided by the by-laws of the corporation. The shareholders may designate in the by-laws for the deletion of the office for Vice-President. President need not be a resident of the State of Florida or a shareholder of the corporation.

#### **Article VIII – Incorporator**

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

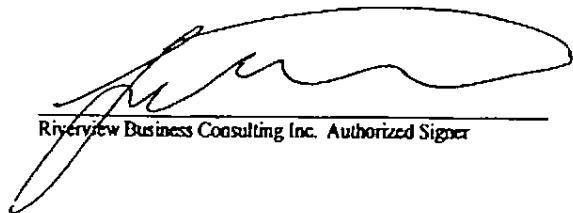
**PEARL BLUE PRIVATE INVESTMENT TRUST**  
10624 Meadowlea Drive,  
Jacksonville, FL 32218

#### **Article IX – Registered Agent**

The initial designation of registered agent office of this corporation shall be pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated organization, at the place designated in these Articles of Incorporation. I hereby accept to act in

this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

**Riverview Business Consulting, Inc.**  
9570 Regency Square Blvd.  
Jacksonville, FL 32225

  
Riverview Business Consulting Inc. Authorized Signer

**Article X - Amendment**

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation is made.

**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 officers to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice in writing must be given by any shareholder to the President or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of officers that said shareholder intending to cumulate his vote at said election.

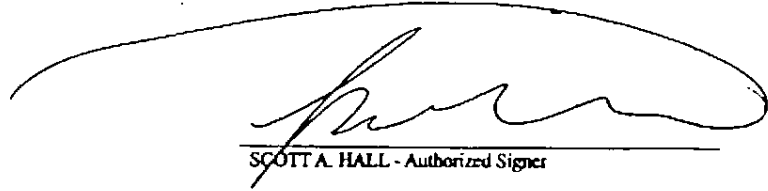
**Article XII - Section 1244**

The corporation and the shareholders hereof shall be subject to section 1244 of the United States Internal Revenue Code.

**Article XIII - Indemnification**

The corporation shall indemnify an officer or Board Member, if any, to the full extent permitted by law as to those acts done in the furtherance of a legitimate corporate purpose.

**WITNESS WHEREOF**, I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S. Required  
Signature/Incorporator

  
SCOTT A. HALL - Authorized Signer