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OFFICE USE ONLY (Document #)

John C. Amelotte JR.

(Requestor's Name)

7806 Scrub oak CT.

(Address)

Hudson, FL. 34607

(City, State, Zip)

(Phone #)

SECRETARY OF STATE  
TALLAHASSEE, FL.

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SHOW and TELL, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_ ☒ Certified Copy  
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

MA  
2-24-95

**ARTICLES OF INCORPORATION  
OF  
SHOW AND TELL, INC.**

**FILED**  
95 FEB 24 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLA.

**ARTICLE I - NAME**

The name of this corporation is Show and Tell, Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares at ten cents \$0.10 par value per share.

**ARTICLE V - INITIAL PLACE OF BUSINESS AND REGISTERED AGENT & OFFICE**

The initial principal place of business shall be 7806 Scrub Oak Court, Hudson, Florida, 34667, and the name of the initial registered agent of this corporation is John C. Amelotte, Jr. The corporation shall, however, have the right and power to transact business and to establish offices and agencies as such other places, both within and without the State of Florida, as its directors may authorize and to so transact business and establish offices and agencies in foreign countries.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

John C. Amelotte Jr.  
7806 Scrub Oak Court  
Hudson, FL 34667

### **ARTICLE VII - OFFICERS**

The names and street address of the first officers of the corporation, who shall serve as such until their successors are elected and have qualified are as follows:

John C. Amelotte Jr. P V S T  
7806 Scrub Oak Court  
Hudson, FL 34667

### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

John C. Amelotte Jr.  
7806 Scrub Oak Court  
Hudson, FL 34667

### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### **ARTICLE X - STOCK RE-PURCHASE PLAN**

The Board of Directors shall have the authority, beginning with the third year from the date of filing these Articles, to elect to purchase the outstanding shares of stock issued to any individual shareholders during any physical year. The value of the stock shall be determined by an agreed upon amount between the shareholder and the corporation or failing to arrive at a mutually agreeable price, by the nomination of an appraiser agreeable to both parties; failing to agree on a appraiser, each party shall select an appraiser of their choice and those two appraisers shall select a third appraiser. The appraisal price shall be considered by both parties as fair and just value for the stock and within thirty days, the corporation shall purchase those shares of stock. All costs for the appraisals shall be borne by the corporation. Nothing contained within this article shall in any way prohibit any individual shareholder from selling his stock to a third party but in selling this stock, the individual purchaser shall be made aware of this agreement.

If any part, term or provision of this article shall be held void, illegal, unenforceable, or in conflict with any law of Federal, State, County, or Local government having jurisdiction over this agreement, the validity of the remaining portions of provisions shall not be affected thereby.

### **ARTICLE XI - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

**ARTICLE XII - AMENDMENTS**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24<sup>TH</sup> day of February, 1995.

John C. Amelotte Jr.

STATE OF FLORIDA           )  
  ) S.S.  
COUNTY OF Leu        )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared John C. Amelotte Jr., known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 24 day of Feb, 1995.



Cynthia D. Mathis  
Notary Public, State of Florida

(NOTARY SEAL)

My Commission Expires: 5-31-97

The undersigned, John C. Amelotte, Jr., hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

John C. Amelotte Jr.