# P9500039201 Claudelle Lorraine Farmer

Examiner's Initials

800001492388 -05/17/95--01134--023 \*\*\*\*122.50 \*\*\*\*122.50 TAlley Ann Dr. OFFICE USE ONLY CCRPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Walk in Pick up time DIVISION OF CORPORATION Mail out Photocopy Certificate of Status **NEW FILINGS** AMENDMENTS **Profit** Amendment **NonProfit** Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Other

CR2E031(10/92)

#### ARTICLES OF INCORPORATION

OF

#### CLAUDETTE L. FARMER, INC.

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

#### ARTICLE I - NAME

The name of this Corporation shall be:

#### CLAUDETTE L. FARMER, INC.

#### ARTICLE II - PURPOSE

The corporation is organized for the purpose of exercising any and all powers which a corporation or a natural person may exercise according to law.

#### ARTICLE III - SHARES OF STOCK

The maximum number of shares which this corporation shall be authorized to issue. nd have outstanding at one time shall be limited to 100 shares of voting common stock, having a par value of One (\$1.00) Dollar per share.

#### ARTICLE IV - CAPITAL

The corporation shall begin business with a paid-in capital of not less than One Hundred (\$100.00) Dollars.

#### ARTICLE V - DURATION

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This corporation shall have perpetual existence, unless sooner voluntarily dissolved according to law.

# ARTICLE VI - REGISTERED OFFICE AND AGENT

The principal office of this corporation shall be located at 7857 Talley Ann Drive,
Tallahasssee, Florida 32311 or at such other place as may from time to time be fixed by the
Board of Directors. The initial registered agent of the corporation at such address is
CLAUDETTE L. FARMER.

# ARTICLE VII - DIRECTORS AND OFFICERS

The number of directors of this corporation shall not be less than one, to be fixed from time to time by vote of the stockholders of this corporation at their annual meeting prior to the election of directors. All shall be of full age. They shall be elected by a majority of the stock present and participating in the annual meeting of the corporation to be held as prescribed by the By-Laws and shall hold office after their election for the ensuing year and until their successors are duly elected and qualified. Any person may hold two or more offices. The duties of all officers shall be prescribed by the By-Laws or by resolution of the Board of Directors

The original By-Laws of this corporation shall be made, prepared and adopted by the Board of Directors of this corporation by a majority vote thereof. Thereafter, the said By-Laws may be amended by the Board of Directors at any regular meeting of the Board or at any special meeting for which such amendment is one of the purposes for which the meeting is called by a majority of the directors present. The Board of Directors shall have full power to specify the rules and conditions under which stock certificates shall be issued and under which lost or destroyed certificates shall be replaced. The Board of Directors shall also have the power from

time to time to direct and determine the use and disposition of any net profit or earned surplus of the corporation (in excess of the capital paid in); and the corporation may, by and through its Board of Directors, purchase, sell and trade in the bonds or other obligations or this corporation or in the shares of this capital stock; but if shares of the corporation's capital stock have been purchased and subsequently there is a reduction, in the manner provided by law, of the corporation's capital stock, then, to the extent that such shares are not reissued at the time of the reduction, they shall be deemed retired in any amount not exceeding the amount of the reduction, and shall not be reissued, except as provided by law.

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interest in, or is a director or officer, or are directors of officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to or interested in any contract, or transaction of this corporation, or in which this corporation is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this corporation is a party, or are parties, to or interest in such contract, act or transaction, or in any way connected with such person or persons, firms or association, and each and every person who may become a director of this corporation is hereby relieved from any liability that might or twise exist from contracting with the corporation for the benefit of himself or any firm or corporation to which he may be anywise indebted.

## ARTICLE VIII - INITIAL DIRECTORS

The names and addresses of the first Board of Directors, who shall hold office until their successors are elected or appointed and have qualified, are as follows:

NAME

**ADDRESS** 

Claudette L. Farmer

7857 Talley Ann Drive Tallahassee, FL 32311

# **ARTICLE IX - INDEMNIFICATION OF OFFICERS**

This corporation shall have power to indemnify its officers, employees or agents to the full extent provided by Chapter 607, Florida Statutes or other provisions of Florida law as they may exist from time to time.

#### ARTICLE X - INCORPORATOR

The name and address of the Incorporator of this corporation is:

Betty J. Steffens, Esq. 210 South Monroe Street Tallahassee, Florida 32301

# ARTICLE XI - LOANS TO EMPLOYEES AND OFFICERS AND GUARANTY OF OBLIGATIONS OF EMPLOYEES AND OFFICERS

The corporation may lend money to, guarantee any obligation of, or otherwise assist any officer or other employee of the corporation including any officer who is a director of the corporation, whenever, in the judgment of the Board of Directors, such loan, guaranty, or assistance may reasonably be expected to benefit the corporation. The loan, guaranty, or assistance may reasonably be expected to benefit the corporation. The loan, guaranty, or other assistance may be with or without interest and may be unsecured or secured in such a manner as

the Board of Directors shall approve, including, without limitations, a pledge of shares of stock of the corporation.

# ARTICLE XII - PROTECTION OF CORPORATE INTERESTS

The corporation shall take reasonable precautions as determined by its Directors to protect the proprietary nature of all corporate information, to require employees to execute appropriate non-competition agreements and to require employees to execute indemnification agreements for corporate losses arising from the infringement of the property rights of third parties.

IN WITNESS WHEREOF, the Incorporator has set his hand and seal to these Articles on

the 17th day of MAY, 1995.  BETTY J. STEFFENS Incorporator
STATE OF FLORIDA
COUNTY OF LEON
I HEREBY CERTIFY that on this
My Commission Expires:  SANDRA H. SMITH MY COMMISSION / CC 286460

# ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent of CLAUDETTE L. FARMER, INC., in its Articles of Incorporation, hereby accepts designation and agrees to comply with the provisions of F.S. §48.091, relative to keeping the corporation's registered office open.

CLAUDETTE L. FARMER
Registered Agent

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	Address
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4.	oration Name)
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NEW FILDIGS	AMENDMENTS
Profit NonProfit	Amendment
Limited Liability	Resignation of R.A., Officer/ Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  Y 129 97  REGISTRATION/CTI
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OTHER FILINGS	
Annual Report	QUALIFICATION / 100M 2
Fictitious Name	Foreign
Name Reservation	Limited Partnership
	Reinstatement
	Trademark Vy P V reyor DOW
	Other
CR2E031(1 95)	Examiner's initials

# Claudette L. Farmer, Inc.

## ARTICLES OF DISSOLUTION

Claudette L. Farmer, Inc., a Florida corporation, executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

FIRST:

The name of the corporation is Claudette L. Farmer, Inc. (the

"company").

SECOND:

The shareholders of the company approved the

dissolution of the company on April 29, 1997.

THIRD:

The number of votes cast by the shareholders of

the company for dissolution was sufficient for

approval of that action.

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EXECUTED: April 30, 1997

Claudette L. Farmer, Inc.

Name: Claudette L. Farmer

Title: President.