

P96000045308

Pennington, Culpepper, Moore
Wilkinson, Dunbar & Dunbar, PA
(Requestor's Name)

215 S. Monroe St., 2nd Floor
(Address)

Tallahassee FL 32301
(City, State, Zip) (Phone #)

222-3533

800001842458
-05/29/96--01044--026
***122.50 ***122.50

OFFICE USE ONLY

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

1. HCB Consulting, 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 checked="" 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

Please Call when
Ready.

96 MAY 29 PM 12:26

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5/29/96

Examiner's Initials

ARTICLES OF INCORPORATION
OF
HCB CONSULTING, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 29 PM 12:27

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be HCB CONSULTING, INC.

ARTICLE II

Purpose

This Corporation shall be organized for any business or purpose which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be Charles L. Cooper, Jr. The address of the registered agent shall be 215 S. Monroe Street, Tallahassee, Florida 32301.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 27 Magnolia Dunes Lane, Panama City Beach, Florida 32407.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 100,000 shares of voting common stock having a par value of One Dollar (\$1.00) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall not have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than seven (7). The number on the Board shall be set from time to time by the Board of Directors of the Corporation, or by the stockholders at an annual or special meeting thereof. The names of the members of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Henry C. Browne	27 Magnolia Dunes Lane Panama City Beach, Florida 32407

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Charles L. Cooper, Jr., 215 S. Monroe Street, Tallahassee, Florida 32301.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>
President, Secretary and Treasurer	Henry C. Browne

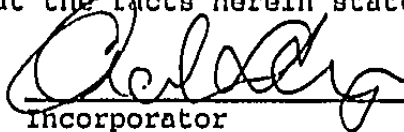
ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

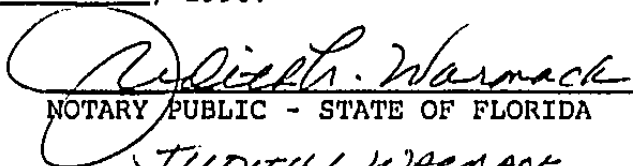
IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 28th day of May, 1996 for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.


Incorporator

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared CHARLES L. COOPER, JR., and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 28th day of MAY, 1996.



JUDITH L. WARMACK
MY COMMISSION # CC476411 EXPIRES
June 21, 1999
BONDED THIRD TROY FARM INSURANCE, INC.


NOTARY PUBLIC - STATE OF FLORIDA

JUDITH L. WARMACK
PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me ✓
or produced the following identification: _____

G:\users\charlie\hcbconau.art

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: HCB CONSULTING, INC.

2. The name and address of the registered agent and office is:

Charles L. Cooper, Jr.

(NAME)

215 S. Monroe Street

(P.O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32301

(CITY/STATE/ZIP)

SIGNATURE 

TITLE Incorporator

DATE 5-28-96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE 5-28-96

REGISTERED AGENT FILING FEE: \$35.00

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56 MAY 29 PM 12:27

STATE
DIVISION