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From

Western Connection attn Edna
9438 US HWY 19N. #220
Port Richey, Fl.
34668

Office Use Only

96 OCT -7 AM 9:18
DIVISION OF CORPORATIONS
FLORIDA STATE

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

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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

Reginald Dukes to
give permission to
add corp suffix
ST 10/11

Examiner's Initials	
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ARTICLES OF INCORPORATION

for

Western Connection Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -7 PM 9:28

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of this corporation is: Western Connection Inc.

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is seven thousand (7,000) shares of common stock with no par value. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the Stockholders. Cumulative voting for Officers or Directors of the Corporation is specifically disallowed by these Articles of Incorporation.

It is the intention of the Corporation that all shares of stock of the Corporation shall conform to Section 1244 of the Internal Revenue Service Code. Such actions as are necessary will be taken by the appropriate Officers to accomplish this compliance.

It is further declared to be the intention of the Corporation to elect to be taxed as a partnership under the Internal Revenue Service Code provisions for corporate election of Sub-Chapter "S" treatment in any year in which it is economically beneficial to the Corporation.

ARTICLE IV

STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of stock of the Corporation without first offering such shares for sale to the Corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder, shall be sent by registered or certified mail to the Corporation at its principal place of business; and shall remain open for acceptance by the Corporation for a period of thirty (30) days from the date of mailing. If the Corporation fails or refuses with such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the Corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each Stockholder.

The Corporation shall have the right to further restrict transfers of shares of stock of the Corporation by entering into a Stock Purchase Agreement with the Stockholders. Any such Agreement, to be effective, must be signed by all the Stockholders of the Corporation, and must also be signed by all of the Directors of the Corporation.

Each share of stock certificate issued by the Corporation shall have printed or stamped thereon the following legend:

" These shares of stock are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the Corporation. A copy of such Article is on file at the principal office of the Corporation."

" Additional transfer restrictions may be imposed by a Stock Purchase Agreement between the Corporation and the Stockholders. A copy of such Agreement, if any, shall be on file at the principal office of the Corporation."

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Agent of this Corporation in the State of Florida shall be:

EDNA B. DUKES
9438 US HWY 19 N. #220
PORT RICHEY, FL. 34668

The initial Registered Office of this Corporation in the State of Florida shall be:

EDNA B. DUKES

The Board of Director from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

PRINCIPAL OFFICE

The corporation's principal office and mailing address are as follows:

EDNA B. DUKES
9438 US HWY 19 N. #220
PORT RICHEY, FL. 34668

The corporation's principal address and that of the registered agent are the same.

ARTICLE VIII

BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders, but shall never be less than one. New Directors may be added to the Board of Directors by approval of simple majority of the Stockholders. The maximum number of Directors that may serve on the Board of Directors at one time shall be set at five Directors.

ARTICLE IX

INITIAL DIRECTOR (S)

The names of the initial Directors of this Corporation and their street address is/are:

EDNA B. DUKES

9438 US HWY 19, N. #220
PORT Richey, FL.
34668

ARTICLE X

RIGHTS OF INITIAL DIRECTORS

The initial Director shall have the right to be a Director of the Corporation provided that the respective Director is a Stockholder of the Corporation.

By acquiring stock in this Corporation, each stockholder agrees to abide by this right and to elect the initial Director names in these Articles of Incorporation to the office of Director as long as that Director is a Stockholder of Corporation, and that the restrictions concerning minimum ownership of stock as set out in the preceding paragraph are complied with by that Director.

This Article may not be amended in any way without the written consent of the initial Director as long as he is still a Stockholder of the Corporation at the time of any such amendment.

ARTICLE XI

INCORPORATOR

The name and street address of the person or corporation signing these Articles of Incorporation as the Incorporator is:

EDNA B. DUKES
9438 US Hwy 19 N. #220
Phone # → PORT Richey, FL. 34668
813-868-8600

ARTICLE XII

AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholder meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stock holders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII

BYLAWS

The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Stockholders.

ARTICLE XIV

INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation on the 3rd day of October, 1996.

Edna B. Dukes
EDNA B. DUKES
INCORPORATOR

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, EDNA B. DUKES, hereby declare myself to be a resident of Pasco County, Florida, with an address of 9438 W. SHAWY LN. #220 and, having been named as registered agent for said corporation 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Edna B. Dukes
EDNA B. DUKES

FILED
STATE OF FLORIDA
96 OCT -7 AM 9:28