

P96000089711
TRANSMITTAL LETTER

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

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-10/30/96--01026--004
*****78.75 *****78.75

SUBJECT: CHARLO'S ENTERPRISE, INC.
(Proposed corporate name - must include suffix)

95 OCT 29 PM 2:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: CECIL CHARLES
Name (Printed or typed)

*** 7305 Woodworth Way
Address

Orlando, FL 32818
City, State & Zip

407 293-7500
Daytime Telephone number

5/10/31

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

CHARLO'S ENTERPRISE, INC.

95 OCT 29 PM 2:28
OFFICE OF THE CLERK
STATE OF FLORIDA
CORPORATIONS

KNOWN ALL MEN BY THESE PRESENTS: That the undersigned hereby organizes and incorporates for the purpose of forming a body corporation under and by virtue of "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES, 1987" as amended, for the transaction of business, and under the following charter:

ARTICLE I

The name of the corporation shall be CHARLO'S ENTERPRISE, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be: To own, manage and otherwise operate a general contracting business including carpentry, millwork and other cabinet installation and all functions related thereto; to acquire, own, hold, lease, manage, hypothecate and dispose of and to deal in real property and personal property of every kind and nature, both within and without the State of Florida; to acquire, own, hold, manage, hypothecate and deal in stocks, bonds, mortgages, debentures, securities and other obligations of every kind, including the capital stock of the company; to lease, collect and dispose of interest, debentures, and income upon and of and from any of the stocks, bonds, mortgages, debentures, obligations and other property of the corporation, and to have any and all rights, powers and privileges of individual owners thereof; to furnish capital material, etcetera in the organization and development of the corporation and business enterprise; to carry on or undertake any business undertaking, transaction or operation, commonly carried on or undertaken by capitalists, promoters, financiers, merchants, contractors, brokers, concessionaires, commission men and agents; to borrow money in its corporate name, and to secure the same with obligations, pledges, mortgages or otherwise; to issue bonds of trust or mortgages of or upon the whole or any part of the property owned by the corporation, and to sell or pledge such bonds of trust and debentures for corporate purposes, and when the Board of Directors may determine, to engage in any other business or to do any and all acts and things incident to or which the Board of Directors may deem necessary to the carrying out of or for the success of any business outlined above; to engage in any lawful business whatsoever, whether herein mentioned or not.

To act as agents for leasing, managing, mortgaging, buying, selling and developing and improving real estate; to act as agents in buying and selling stock, bonds, mortgages, debentures, securities and obligations of every nature, and to act under appointment made by power of attorney or otherwise; to guarantee the payment of principal and interest on mortgages and securities and to make any contract of guaranty and indemnity which the Board of Directors may deem advisable; to make, purchase, negotiate and deal in loans, either on its behalf or as agents or otherwise; to act as an entrepreneur or a general agent for any business which may be conveniently carried on in connection therewith.

ARTICLE III

The total amount of capital stock of the corporation shall be 1,000 shares of common stock, having a nominal or par value of \$1.00 per share.

The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or by property, labor or services at a just valuation as shall be fixed by the Board of Directors. Property or labor also may be purchased with the capital stock at such valuation as shall be fixed by the Directors.

ARTICLE IV

The Board of Directors of this corporation shall be any number not less than one or more than thirteen, fixed from time to time by the By-laws of the company.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The Board of Directors of this corporation shall be any number not less than one or more than thirteen, fixed from time to time by the By-laws of the company.

ARTICLE VII

The principal office, or place of business, of this corporation shall be: 3038 JOHN YOUNG PARKWAY, SUITE 8, ORLANDO, FL 32804.

ARTICLE VIII

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-laws of this corporation and "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES, 1987", as amended, shall hold offices until the meeting of the incorporators of said corporation, or until their successors are elected and qualified, shall be:

<u>DIRECTOR</u>	<u>POST OFFICE ADDRESS</u>
CECIL CHARLES	7305 Woodworth Way Orlando, Florida 32818
LINDA CHARLES	7305 Woodworth Way Orlando, Florida 32818

ARTICLE IX

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares each agree to take, and the value of the consideration therefore, (the sum of which is not less than the amount of initial capital specified in Article IV), are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>CONSIDERATION</u>
CECIL CHARLES	7305 Woodworth Way Orlando, FL 32818	510	\$510.00
LINDA CHARLES	7305 Woodworth Way Orlando, FL 32818	490	\$490.00

ARTICLE X

The incorporators hereby designate, CECIL CHARLES, as registered agent and the registered office address is: 7305 WOODWORTH WAY, ORLANDO, FL 32818.

ARTICLE XI

The business of the corporation shall be managed, controlled, and conducted by a President, Vice-President, Secretary, and Treasurer (any person may hold two or more offices) and by a Board of Directors. The Directors shall be chosen annually after the annual meeting of stockholders. The officers who shall serve during the first year of existence of the corporation or until their successors are elected and qualified, shall be:

OFFICERS

ADDRESS

CECIL CHARLES
President / Treasurer

7305 Woodworth Way
Orlando, FL 32818

LINDA CHARLES
Vice President / Secretary

7305 Woodworth Way
Orlando, FL 32818

At the first meeting after incorporation, the incorporators, or the then stockholders, may proceed with the election of a President, Vice-President, Secretary, Assistant Secretary, Treasure, Assistant Treasurer, if they choose, to fill the positions of those same terms, to-wit: during the first year of existence of the corporation, or until their successors are qualified. The number of directors and their terms of office and number of election, as well as their duties, shall be prescribed in the By-laws of the company.

A majority of the directors present at a meeting duly and regularly called shall constitute a quorum, and a majority vote of directors present shall control.

The first meeting of the stockholders will be held at the office of the corporation at 3038 John Young Parkway, Suite 8, Orlando, Florida 32804, on the 21st November, 1996, and thereafter on the first Friday of each year thereafter unless changed by the By-laws of the company.

All payments for stocks shall be payable in lawful money of the United States of America; provided, however, that any designated portion of the stock shall be made payable in property, labor or services at a just valuation to be fixed by the incorporators or by the Directors at a meeting called for such purpose. Property, labor or services may also be purchased or paid for with the capital stock of the company at a just valuation of such property, labor or services, to be fixed by the directors of the company, at a meeting called for such purpose. All stocks issued shall be fully paid and non-assessable. Stocks shall be transferable only in a manner prescribed in the By-laws and every person becoming a stockholder by such transfer shall in proportion to his stock, succeed to all rights and liabilities of the prior stockholder.

Immediately after the adjournment of the annual meeting of stockholders, the directors shall hold their annual meeting for the election of officers and such other business as may properly come before this meeting. Meetings of the Board of Directors shall be held within or without the State of Florida, but meetings of the stockholders shall be held at the principal office of the corporation at 3038 John Young Parkway, Suite 8, Orlando, FL 32804. This corporation may have such other places to transact business within or without the State of Florida as may be deemed desirable.

The amount of indebtedness or liability to which the corporation may, at any time, subject itself, shall be unlimited. The corporation shall adopt By-laws for the government of its affairs not inconsistent with the Articles of Incorporation and the laws of the State of Florida, which may be amended or replaced as provided by said By-laws.

IN WITNESS WHEREOF, the subscriber hereby sets his hand and seal, this 28 day of Oct, 1996.

Signed, sealed and delivered

in the presence of:

Ryanne Lylusie
Witness

Donna Scott
Witness

Cecil Charles (seal)
CECIL CHARLES

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, in and for the State of Florida, at Large, personally appeared CECIL CHARLES, to me known to be the person who executed the foregoing Articles of Incorporation of CHARLO'S ENTERPRISE, INC. and he acknowledge before me that he executed same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set hand and affixed my official stamp in said County and State, this 28 day of Oct, 1996

Yvonne D. Elder
Notary Public - State of Florida

At Large

My commission expires: 7/30/99

YVONNE D ELDER
NOTARY STATE OF FLORIDA
PUBLIC My Comm Exp 7/30/99
00218783
CC218783

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said act relative to keeping said office open.

A handwritten signature in cursive script, reading "Cecil Charles", is written over a horizontal line.

CECIL CHARLES ,

Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE
SERVED

3038 JOHN YOUNG PARKWAY 32804

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST---THAT CHARLO'S ENTERPRISE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 3038
JOHN YOUNG PARKWAY, SUITE 8, ORLANDO, ORANGE COUNTY, STATE OF FLORIDA, HAS
NAMED CECIL CHARLES LOCATED AT 7305 WOODWORTH WAY, ORLANDO, FL 32818 AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Cecil Charles

TITLE: PRESIDENT

DATE: 10-28-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Cecil Charles

DATE: 10-28-96

96 OCT 29 PM 3:28
SECRETARY OF STATE
DIVISION OF CORPORATIONS