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William E. Whitlock, III
(Requestor's Name)
610 N. Duval ST
(Address)
Tallahassee, FL 32301
(City, State, Zip) (Phone #)
224-5556

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

1. AW ENTERPRISES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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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
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ARTICLES OF INCORPORATION

OF

AW ENTREPRISES, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name and address of the corporation is:

AW Enterprises, Inc.
610 North Duval Street
Tallahassee, Florida 32031

ARTICLE II.

DURATION

This corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

The purpose for which this corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida, including, but not limited to diverse entertainment ventures.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100)

shares of One Dollar (\$1.00) par value common stock.

ARTICLE V.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, including shares from the treasury of this corporation, in the ratio that the number of shares the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares, this right shall be deemed waived by any shareholder who has not exercised it and paid for the shares preempted within thirty days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the share holder to the corporation within thirty days of receipt of notice from the corporation.

ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 610 North Duval Street, Tallahassee, Florida 32301, and the name of the initial Registered Agent of this corporation is William E. Whitlock, III.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS OF THE CORPORATION

This corporation shall have 1 director. The number of

directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial board of directors of the corporation:

Angela Lawson Williams
P.O. Box 573
Midway, Florida 32343

ARTICLE VIII.

INCORPORATOR

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

Angela Lawson Williams
P.O. Box 573
Midway, Florida 32343

ARTICLE IX.

INDEMNIFICATION

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

ARTICLE X.

AMENDMENT OF ARTICLES

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 shareholder is subject to this reservation.

ARTICLE XI.

MEETINGS BY TELEPHONE CONFERENCE

Members of the board of directors may participate in special

and regular meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law, but annual meetings of the board of directors must be attended in person by each director.

ARTICLE XII.

AMENDMENT OF ARTICLE AND BY-LAWS

The power to adopt, alter, amend or repeal the Articles of Incorporation or By-Laws of this corporation shall be vested in the shareholders by a majority vote.

ARTICLE XIII.

INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of February, 1997.


ANGEZA LAWSON WILLIAMS
Subscriber

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, a Notary Public authorized to take acknowledgments

in the State and County set forth above, personally appeared
ANGELA LAWSON WILLIAMS, known to me to be the person who executed
the foregoing Articles of Incorporation, and he acknowledged before
me that she 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 7th day of
February, 1997.

Millicent T. Lundgren
Notary Public
State of Florida

My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

The undersigned, WILLIAM E. WHITLOCK, III, having been designated as Agent for the Service of process within the State of Florida, does hereby accept the appointment as such agent for the above-named corporation.

IN WITNESS WHEREOF, the name of said Registered Agent is hereunto affixed at Tallahassee, Leon County, Florida, this 20th day of February, 1997.


WILLIAM E. WHITLOCK, III

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