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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 10 AM 8:15

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

700002139057--3
-04/10/97--01045--016
****122.50 ****122.50

EFFECTIVE DATE

4-7-97

SUBJECT: MICHAEL ELMS ENTERPRISES, INC.
(Proposed corporate name - must include suffix)

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

FROM: MICHAEL ELMS

Name (printed or typed)

810 SHARRON CIRCLE

Address

LAKELAND, FL 33815

City, State & Zip

(941) 682-8022

Daytime Telephone number

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

D. BROWN APR 11 1997

EFFECTIVE DATE
4-2-92

FILED
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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

MICHAEL ELMS ENTERPRISES, INC.

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

NAME

The name of this corporation shall be:

MICHAEL ELMS ENTERPRISES, INC.

ARTICLE II.

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business authorized and permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III.

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is seven thousand five hundred (7,500) shares of par value of one dollar (\$1.00) per share, all of which shall be common stock and shall be fully paid and non-assessable. All such stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV.

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH

The amount of capital with which this corporation shall commence business is five hundred dollars (\$500).

ARTICLE V.

PRINCIPLE PLACE OF BUSINESS

The principal place of business of said corporation shall be at 810 Sharron Circle, Lakeland, Florida, with the privilege of having branch offices at any other place within or without of the State of Florida.

ARTICLE VI.

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII.

NUMBER OF DIRECTORS

This corporation shall have one (1) director(s).

ARTICLE VIII.

DIRECTORS

The name and street address of the first Board of Director(s) of this corporation who shall hold office for the first year, or until successor(s) are chosen, shall be:

Michael Elms

810 Sharron Circle
Lakeland, Florida 33815

ARTICLE IX.

SUBSCRIBERS

The names and addresses of each subscriber are as follows:

Michael Elms

810 Sharron Circle
Lakeland, Florida 33815

ARTICLE X.

REGISTERED OFFICE; REGISTERED AGENT

The initial street address of the corporation's principal office and registered office is 810 Sharron Circle, Lakeland, Florida 33815, and the name of its initial registered agent at such address is Michael Elms.

ARTICLE XI.

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least one-half ($\frac{1}{2}$) of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XII.

DATE OF CORPORATE EXISTENCE

The date of corporate existence shall be the date of subscription and acknowledgment, as appears on these Articles of Incorporation.

ARTICLE XIII.


AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon the stockholders hereunder are granted subject to this reservation.

ARTICLE XIV.

No contract or other transaction between the corporation and any other corporation, association, person or firms, in the absence of fraud, shall be affected, invalidated, voided or voidable because one or more of the directors or officers or stockholders of the corporation is or are interested in such contract or transaction as a director or officer or stockholder of the other corporation, or association or otherwise individually or jointly a party to any such contract or transaction with this corporation, or in which this corporation is interested; and no director or officer of this corporation shall incur any liability by reason of the fact that he is or may be interested in any such contract or transaction. A director of the corporation may vote upon any such contract or other transaction between the corporation and any officer, director or stockholder thereof or any corporation, association, person or firm in which such officers, directors or stockholders are interested, including the director creating such vote. .

IN WITNESS WHEREOF, I, MICHAEL ELMS, the undersigned
incorporator of this corporation have executed these Articles of
Incorporation at Lakeland, Florida, on the 7th day of
April, 1997.


MICHAEL ELMS

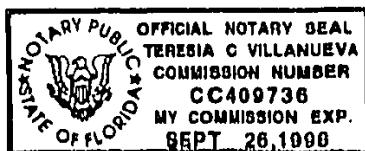
STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer
authorized in the state and county named above to take
acknowledgments, personally appeared MICHAEL ELMS, known to be
the person described as subscriber in and who executed the
foregoing Articles of Incorporation, and she acknowledged before
me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state
last aforesaid, this 7th day of April, 1997.


NOTARY PUBLIC

My commission expires:
(AFFIX NOTARIAL SEAL)



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

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

FIRST--THAT MICHAEL ELMS ENTERPRISES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THAT LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
CITY OF LAKELAND, STATE OF FLORIDA, HAS MICHAEL ELMS LOCATED AT
810 SHARRON CIRCLE, LAKELAND, FLORIDA 33815, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Michael Elms

TITLE

Pres.

DATE

4/7/97