

P97000084626

Requestor's Name

1960 US1 SOUTH #113
ST. AUGUSTINE, FL 32086

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Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
97 SEP 29 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 SEP 29 AM 8:05

Articles of Incorporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of

America's Best Cutlery/Direct, Inc.

ARTICLE I

NAME

The name of the Corporation is **America's Best Cutlery/Direct, Inc.** The principal office address and the mailing address of said Corporation is 1960 US Highway 1 South #113 St. Augustine, Florida 32086.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7500 shares of no par value stock which shall be designated as "Common Stock".

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1960 US Highway 1 South #113 St. Augustine, Florida 32086 and the name of the initial registered agent of this corporation at that address is Michael J. Gallagher.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors constituting the initial Board of Directors. The board of directors shall be appointed by the corporation's shareholders. The number of directors may be either increased or decreased from time to time by the bylaws;

however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

Michael J. Gallagher
1960 US Highway 1 South #113
St. Augustine, Florida 32086

Michael E. Turber
1960 US Highway 1 South #113
St. Augustine, Florida 32086

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator signing these articles is:

Michael J. Gallagher
1960 US Highway 1 South #113
St. Augustine, Florida 32086.

ARTICLE IX

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director,

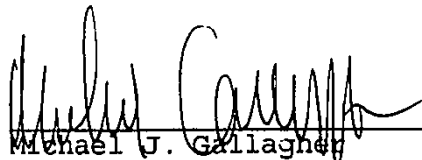
officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE X

AMENDMENT

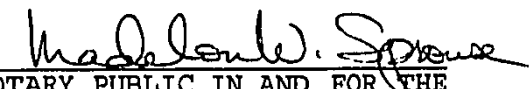
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

STATE OF FLORIDA
COUNTY OF DUVAL


Michael J. Gallagher
Incorporator

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared Michael J. Gallagher, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 25 day of Sept, 1997.


NOTARY PUBLIC IN AND FOR THE
STATE OF FLORIDA.

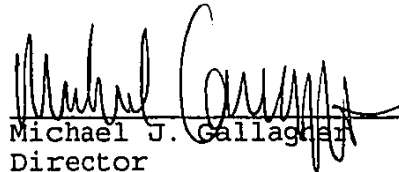


MADILLON W SPROUSE
My Comm Exp. 1/31/2001
Bonded By Service Ins
No. CC614849
[] Personally Known [] Other I.D.

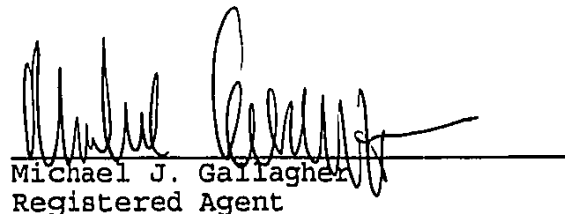
**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes,
the following is submitted:

FIRST, that **America's Best Cutlery/Direct, Inc.** desiring to organize or
qualify under the laws of the State of Florida, with its principle
place of business at 1960 US Highway 1 South #113 St. Augustine,
Florida 32086 has named Michael J. Gallagher as its agent to accept service
or process within Florida. Dated this 25 day of
Sept, 1997.


Michael J. Gallagher
Director

SECOND, that having been named to accept service of process
for the above named 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 performance of my duties.


Michael J. Gallagher
Registered Agent

FILED
97 SEP 29 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA