

TRANSMITTAL LETTER

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

SUBJECT:

b.kind inc.

(Proposed corporate name - must include suffix)

800002321048--9
-10/15/97--01073--020
****122.50 ****122.50

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

RECEIVED
97 OCT 15 PM 1:24
DIVISION OF CORPORATIONS

FROM:

Helene Whitley

Name (Printed or typed)

302 Rawen Street

Address

TALL., FL 32304

City, State & Zip

850.224.5282

Daytime Telephone number

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97 OCT 15 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe OCT 15 1997

Pick-up
10/16/97

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

**ARTICLES OF INCORPORATION
OF
b. kind, inc.**

The undersigned subscriber(s) of the Articles of Incorporation, a natural person competent to contract, forms a corporation under the law of the State of Florida.

ARTICLE I

NAME

The name of this corporation is b. kind, inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be as follows:

- a) To engage in any and all lawful business.
- b) To conduct business, have one or more offices, hold mortgage, sell, convey, lease or otherwise dispose of real or personal property, including, but not limited to, franchises, patents, copyrights, trademarks, and licenses of the State of Florida and in all other States and Countries.
- c) To contract debts and borrow money, issue and sell or place bonds, debentures, notes and other evidences of debts, and to execute such mortgages, transfers or corporate property or other instrument to secure the payment of corporate indebtedness as required.
- d) To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidence of indebtedness created by any other corporation in the State of Florida or by any other State or Government, and while the owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.
- e) To purchase the corporate assets of any other corporation and engage in the same character of business.

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- f) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the corporation, without limit as to amount, with any person, firm, syndicate, committee, association or corporation, or municipal or governmental board, body, or authority, domestic or foreign, now or hereafter to be organized.
- g) In general, and in connection with the foregoing, this corporation shall have and may exercise all of the powers of like corporations confirmed by the corporation laws of the State of Florida, it being expressly provided that enumeration of the objects, powers, and purposes herein above specified shall not be held to limit or restrict in any manner the object, powers and purposes of the corporation, and none of the clauses named in this article shall be in any way limited or restricted by reference to the terms of any clauses, objects, powers or purposes set forth in this article, or in any other article hereof, but that the objects, powers and purposes specified in each of the clauses of this article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE III

STOCK

The maximum number of shares that this corporation is authorized to have outstanding at one time is 100,000 shares of common stock, which shall have par value of one dollar per share. Any such stock may be issued and sold in whole or fractional shares, and there may be included in the By-Laws of the corporation provisions recognizing preemptive rights of the stockholders and having limitations on the issue of or transfer of stock of the corporation. The stockholders of the corporation may agree among themselves, or with the corporation, upon limitations on the transferability or assignment of the stock issued, or for options for purchase in the event of sale of the stock issued by the corporation.

ARTICLE IV

INITIAL CAPITAL

The amount of initial capital with which this corporation shall begin shall not be less than one hundred dollars(\$100.00).

ARTICLE V

TERM OF EXISTENCE

This corporation shall begin on the date of filing and shall have perpetual existence.

ARTICLE VI

INITIAL ADDRESS

The initial business address of this corporation in the State of Florida shall be:

302 Raven Street
Tallahassee, Florida 32304

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the member(s) of the first board of directors are:

Helene P. Whitley
1312 Rumba Lane
Tallahassee, Florida 32304

ARTICLE IX

SUBSCRIBERS

The name and address of each subscriber to these Articles of Incorporation follows:

Helene P. Whitley
1312 Rumba Lane
Tallahassee, Florida 32304

ARTICLE X

CONDUCT OF BUSINESS

In furtherance and not in limitation of the powers conferred by statutes, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

- a) Subject to such restrictions, of any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of expressly conferred upon or reserved to the stockholders.
- b) Authorized shares of par value stock may be issued for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of such a par value stock.
- c) The initial By-Laws may be adopted by the subscribers hereto. Such By-Laws may be amended, altered, or repealed only by the stockholders of the corporation by affirmative vote of the holders of a majority of the common stock outstanding, entitled to be voted. No such By-Laws shall be in conflict with these Articles of incorporation or with any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the corporation.
- d) The corporation shall have such officers as may from time to time be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such time and shall have such powers and duties as may be prescribed by the By-Laws, or as may be determined from time to time by the Board of Directors subject to the By-Laws.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing.

ARTICLE XII

AMENDMENT

These 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's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII

REGISTERED AGENT

The name and Florida Street Address of the initial registered agent are:


Helene P. Whitley
1312 Rumba Lane
Tallahassee, FL 32304

ARTICLE XIV

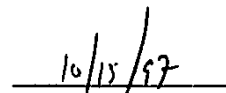
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Helene P. Whitley
1312 Rumba Lane
Tallahassee FL 32304



Signature/Incorporator



Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

10/15/97
Date

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