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INTERNATIONAL RESEARCH BUREAU, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

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

1. The ODYSSEY Group AND ASSOC, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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NEW FILINGS

<input 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
<input type="checkbox"/>	Other

Corporate
Filing

800002469688-4
-03/27/98-01001-008
****122.50 ****122.50

K. Rolfe MAR 26 1998

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE ODYSSEY GROUP AND ASSOCIATES, INC.

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The undersigned signator of these Articles of Incorporation, competent to contract, does hereby make declaration to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be The Odyssey Group and Associates, Inc..

ARTICLE II. OBJECTIVES AND POWERS

This corporation is formed for the purpose of providing technical consultants and services to businesses.

However, the foregoing shall in no way limit the corporation from engaging in any activity or business permitted under the laws of the United States and of this State, and shall include the power to:

1. Make and enter into all contracts necessary and proper for the conduct of its business.
2. Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies, of the United States, and the District of Columbia, and in foreign countries; purchase the corporate assets of any other corporation and engage in the same character of business; acquire, enjoy,

utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests thereunder or therein; take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

3. Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation in this State or any state or government; while owner of such stock to exercise all the rights, powers and privileges or ownership, including the right to vote such stock; purchase hold, sell and transfer shares of its own capital stock, provided that no corporation shall purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted, directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

4. Do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

5. Contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall

authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences or indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the officers deem expedient.

ARTICLE III. STOCK

The maximum number of shares that this corporation shall have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00.

ARTICLE IV. CAPITAL

The amount of capital with which the corporation shall begin business shall be less than \$500.00.

ARTICLE V. TERMS OF EXISTENCE

The life of this corporation shall be perpetual.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 3 1/2 Palm Lane, Ponte Vedra Beach, Floirda, 32082.

ARTICLE VII. BOARD OF DIRECTORS

The corporation shall have no Board of Directors, but shall be run as a close corporation pursuant to the provisions of Chapter 607, Florida Statutes, applicable thereto, by the officers.

ARTICLE VIII. INITIAL OFFICERS

The name and post office addresses of the first officers of the corporation who shall hold office until their successors are elected or appointed are:

President	Mark Duffy	3 1/2 Palm Lane Ponte Vedra Beach, Florida 32082
Secretary\Treasurer	Karen Duffy	3 1/2 Palm Lane Ponte Vedra Beach, Florida 32082

ARTICLE IX. SUBSCRIBER

The name and post office address of the subscriber of the Articles of Incorporation is:

Mark Duffy
3 1/2 Palm Lane
Ponte Vedra Beach, Florida 32082

ARTICLE X. AMENDMENTS


These Articles of Incorporation may be amended in a manner as hereinafter provided by law. Every amendment shall be approved by the stockholders at a regular meeting by a majority of the stock entitled to vote thereof, unless all the stockholders sign a written statement manifesting their intent that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI. REGISTERED AGENT

The name and post office address of the registered agent of the corporation to accept service of process within the State is:

<u>Name</u>	<u>Address</u>
Dale G. Westling, Sr. Attorney at Law	331 East Union Street Jacksonville, FL 32202

IT WITNESS WHEREOF, the undersigned subscriber of these Articles of Incorporation has hereunto set his hand and seal this 24th day of MARCH, 1998.


Mark Duffy

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing Articles of Incorporation was acknowledged before me this 25th day of March, 1998, by Mark Duffy, who is personally known to me or who has produced _____ as identification, and who did take an oath.

Cindy Woodall
NOTARY PUBLIC, State of Florida



Cindy Woodall
My Commission CC641008
Expires April 23, 2001

Typed, stamped or printed name of Notary

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in the body of the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said office.

DALE G. WESTLING, SR., ESQUIRE

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