

P98000061569

Donna Clemons

Requestor's Name

638 Broadway Ave

Address

Orlando FL 32803

City/State/Zip

Phone #

Office Use Only

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

1. Clemons Wholesale Produce, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

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
<input type="checkbox"/>	Other

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*****70.00 *****70.00

Dmc 7/13/98

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CLEMONS WHOLESALE PRODUCE, INC.

FILED
98 JUL 13 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, natural persons competent to contract, hereby subscribe to and adopt these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I
CORPORATE NAME

The name of the corporation shall be:

Clemons Wholesale Produce, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this corporation and the mailing address is 638 Broadway Avenue, Orlando, Florida 32803.

ARTICLE III
NATURE OF CORPORATE BUSINESS

The general nature of the business to be transacted by this corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be 5,000 shares of common stock, each with a par value of one cent (\$.01) per share. The corporation shall issue:

- a) To Gary M. Clemons one hundred (100) shares of said common stock in consideration of the sum of one dollar (\$1.00), and said shares shall represent 33.33% ownership of this corporation;
- b) To Donna M. Clemons, one hundred (100) shares of said common stock in consideration of the sum of one dollar (\$1.00), and said shares shall represent 33.33% ownership of this corporation;
- c) To Anthony Q. Peyton one hundred (100) shares of said common stock in consideration of the sum of one dollar (\$1.00), and said shares shall represent 33.33% ownership of this corporation; and

The corporation shall issue to each of the above mentioned shareholders a Statement in Lieu of Stock Certificate to evidence his or her ownership of the aforementioned shares.

ARTICLE VI **INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation is 638 Broadway Avenue, Orlando, Florida 32803. The name of the initial registered agent at that address is Donna M. Clemons, Esq.

ARTICLE VII **BOARD OF DIRECTORS**

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of three (3) members. The members of the initial board of directors shall hold office until respective successors are elected and qualified as provided in the bylaws of this corporation. The number of directors of this corporation set forth in these articles of incorporation shall be the authorized number of directors until that number is changed by or in accordance with the bylaws of this corporation.

The names and addresses of the members of the first board of directors are:

Gary M. Clemons
956 Salt Pond Place, Apartment 107
Altamonte Springs, Florida 32803

Donna M. Clemons
956 Salt Pond Place, Apartment 107
Altamonte Springs, Florida 32803

Anthony Q. Peyton
5525 Park Hurst Drive
Orlando, Florida 32808

ARTICLE VIII
SUBSCRIBERS

The names and addresses of the persons signing these articles of incorporation as subscribers are:

Gary M. Clemons
956 Salt Pond Place, Apartment 107
Altamonte Springs, Florida 32803

Donna M. Clemons
956 Salt Pond Place, Apartment 107
Altamonte Springs, Florida 32803

Anthony Q. Peyton
5525 Park Hurst Drive
Orlando, Florida 32808

ARTICLE IX
RESTRAINT ON ALIENATION OF SHARES

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

ARTICLE X
AMENDMENT

The corporation reserves the right to amend or repeal any provision or provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

The undersigned subscriber executed these articles of incorporation on the 30th day of June, 1998:



Gary M. Clemons, Subscriber



Donna M. Clemons, Subscriber



Anthony Q. Peyton, Subscriber

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

FOR

CLEMONS WHOLESALE PRODUCE, INC.

FILED

98 JUL 13 PM 12:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and the Registered Office of the corporation in the state of Florida.

1. The name of the corporation is:

Clemons Wholesale Produce, Inc.

2. The name of the Registered Agent of the corporation is:

Donna M. Clemons, Esq.

3. The address of the Registered Office of the corporation is:

638 Broadway Avenue
Orlando, Florida 32803

Having been named the Registered Agent and to accept service of process for Clemons Wholesale Produce, Inc., 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.


Donna M. Clemons, Registered Agent

6/30/98
Date