

Division of Corporations

<https://ccfssl.dos.state.fl.us/scripts/efilcovr.exe>

P99000030759

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000007903 0)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : PURCELL, FLANAGAN & HAY, P.A.  
Account Number : 071722000522  
Phone : (904) 355-0355  
Fax Number : (904) 355-0820

SECRETARY OF STATE  
KATHERINE HARRIS  
TALLAHASSEE, FLORIDA

99 APR -5 AM 9:43

FILED

**FLORIDA PROFIT CORPORATION OR P.A.****PARROT EYES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

B. McKnight APR 05 1999

APR-05-99 08:28 FROM: PURCELL FLANAGAN

904-355-9222

TO: 18509224001

PAGE: 02

(850) 487-6013

04/02/99 14:39 Fl Dept of State

p1 /1



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

April 2, 1999

PURCELL FLANAGAN & HAY PA

SUBJECT: PARROT EYES, INC.  
REF: W99000007991

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The FAX audit number must be on the top and bottom of each page of the document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: E99000007903  
Letter Number: 599A00016882

B99000007903 0

**ARTICLES OF INCORPORATION  
OF  
PARROT EYES, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**Article I  
Name**

Section 1.1. Name. The name of this corporation shall be PARROT EYES, INC.

**Article II  
Principal Office and Mailing Address**

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation shall be 1174 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

**Article III  
Capital Stock**

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 3.3. Approval of Shareholders Required for Merger. The approval of the shareholders holding sixty percent (60%) or more of the capital stock of this corporation eligible to vote to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Jonathan L. Hay, Esquire  
Purcell, Flanagan & Hay, P.A.  
1548 Lancaster Terrace  
Jacksonville, Florida 32204  
Telephone: (904)355-0355  
Fla. Bar No.: 456586

**FILED**  
99 APR -5 AM 9:43  
SECRETARY OF STATE  
ALABAMA  
B99000007903 0

899000007903 0

**Article IV**  
**Initial Registered Agent and Address**

**Section 4.1. Name and Address.** The name and street address of the initial registered agent of this corporation is:

Barbara E. Kelly  
1174 Ponte Vedra Boulevard  
Ponte Vedra Beach, Florida 32082

**Article V**  
**Incorporator**

**Section 5.1. Name and Address.** The name and street address of the incorporator of this corporation is:

Barbara E. Kelly  
1174 Ponte Vedra Boulevard  
Ponte Vedra Beach, Florida 32082

**Article VI**  
**Duration**

**Section 6.1. Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed.

**Article VII**  
**Purposes**

**Section 7.1. Purposes.** This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

**Article VIII**  
**Directors**

**Section 8.1. Number.** This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

**Section 8.2. Initial Directors.** The names and street addresses of the initial directors of the corporation are:

H99000007903 0

Barbara E. Kelly  
1174 Ponte Vedra Boulevard  
Ponte Vedra Beach, Florida 32082

Clyde T. Jennings  
1174 Ponte Vedra Boulevard  
Ponte Vedra Beach, Florida 32082

Section 8.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 8.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### **Article IX** **Bylaws**

Section 9.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### **Article X** **Amendment**

Section 10.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 2nd day of April, 1999.

  
\_\_\_\_\_  
BARBARA E. KELLY

H99000007903 0

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

PARROT EYES, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Barbara E. Kelly as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1174 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

DATED this 2nd day of April, 1999.

Barbara E Kelly  
BARBARA E. KELLY

Having been named as registered agent 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.

DATED this 2nd day of April, 1999.

Barbara E Kelly  
BARBARA E. KELLY

FILED  
99 APR -5 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA