

P99000050917

TRANSMITTAL LETTER

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

700002861367--0
-05/04/99--01016--019
157.50 **78.75

SUBJECT: KoEH, INC.

(proposed corporate name - must include suffix)

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for:

☐ \$70.00 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate

☐ \$122.50 ☐ \$131.25
Filing Fee Filing Fee
& Certified & Certified
Copy Copy &
 Certificate

ADDITIONAL COPY REQUIRED

FROM:

ACTION ACCOUNTING, INC.
635 BREVARD AVE. (COCOA VILLAGE)
COCOA, FLORIDA 32922-7807
(407) 638-4744
FAX (407) 638-2449

FILED
99 MAY -4 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF ARTICLES

2544, 509, 524

5/7/99
JMC

W99-10743
Dmc
5/7/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 7, 1999

ACTION ACCOUNTING, INC.
635 BREVARD AVENUE (COCOA VILLAGE)
COCOA, FL 32922-7807

SUBJECT: ASK, INC.
Ref. Number: W99000010743

New Name Request KOEH, INC

We have received your document for ASK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name of the entity must be identical throughout the document.

YOU MAY NOT DESIGNATE THE CORPORATION AS ITS AGENT. PLEASE MAKE THIS CORRECTION.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 199A00025134

*Please have file date be original received date
of 5/4/99 effective 5/1/99. All changes have been made.
Imay Be reached 10AM-5PM M-F at 407-638-4744.
J.D. GILES.*

ARTICLES OF INCORPORATION
OF
KOEI, INC.

FILED
99 MAY -4 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be:

KOEI, INC.

and shall perform all business under the name of:

KOEI, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

812 POINCIANA ST.
ROCKLEDGE, FL. 32955

ARTICLE III. SHARES

This corporation is authorized to issue 100 shares of common stock with a par value of \$ 1.00, which shall be designated "common shares".

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business.

ARTICLE V. DURATION

This corporation shall commence MAY 01, 1999 and shall have perpetual existence.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. SHAREHOLDER/OFFICER LIABILITY

The personal liability of any of the shareholders, and/or the officers, of the above corporation is limited to their respective percentage of stock ownership as compared to all of the issued stock.

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX. INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

STEPHEN M. KOEHLER
812 POINCIANA ST.
ROCKLEDGE, FL. 32955

AUDREY W. KOEHLER
812 POINCIANA ST.
ROCKLEDGE, FL. 32955

ARTICLE X. SALE OF SHAREHOLDERS STOCK

If any shareholder desires to sell his/her corporate stock, they must first offer it for sale back to the corporation, and second to the existing remaining shareholders, at the initial price paid by the selling shareholder, for the stock. If after a period of 30 days, neither the corporation, nor the existing shareholders pick up their option to purchase this stock, then said shareholder may offer his/her stock for sale to the highest bidder.

ARTICLE XI. INCORPORATOR

The name(s) and street address(es) of the
incorporator(s) to these Articles of Incorporation is(are):

AUDREY W. KOEHLER
812 POINCIANA ST.
ROCKLEDGE, FL. 32955

ARTICLE XI. AMENDMENTS

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.

IN WITNESS WHEREOF the undersigned incorporator(s)
has(have) executed these Articles of Incorporation on this 28
day of APRIL, 1999.

Audrey Kohler
Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an
incorporator does not constitute the designation of officers.

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized in the State and County named above to
take acknowledgements, personally appeared AUDREY W. KOHLER,
known to be the person described as subscriber in and who
executed the foregoing Articles of Incorporation, and who
acknowledged before me that he/she/they subscribed to those
Articles of Incorporation.

WITNESS my hand and official seal in the County and
State named above this 28 day of APRIL, 1998.

John Dennis Giles, Sr.

Notary Public

seal



John Dennis Giles, Sr
My Commission CC623313
Expires March 12, 2001

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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 OFFICE/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

KOEHLER, INC.

2. The name and address of the registered agent and office is:

AUDREY KOEHLER
812 POINCIANA ST.
ROCKLEDGE, FL. 32955

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 am familiar with and accept the obligations of my position as registered agent.

Audrey Koehler
(SIGNATURE)

APRIL 28, 1999
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL.
32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA