

P99000068318

A & A Bookkeeping & Tax Services, Inc.

1455 South Ferdon Blvd. Suite A-1

Crestview, FL 32539

(850) 683-1524 ~ Fax: 683-1526

July 23, 1999

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-07/26/99-01048-003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: C & S Big Momma's, Inc.  
Dear Sir or Madam,

Enclosed please find the original Articles of Incorporation and Designation of Registered Agent for service of process on the above-captioned corporation. It is our wish that the corporate existence of the corporation begin on the date filed.

Please process these documents accordingly. Included herewith is a check in the amount of \$87.50 to cover the filing fee, Certified Copy & Certificate of Status.

*Donna R. Bahm* President A & A Bookkeeping & Tax Services, Inc.

A & A Bookkeeping & Tax Services, Inc.  
Donna R. Bahm, President

Enclosures

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99 JUL 26 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. GALLMON CASE AUG 2 1999

# **ARTICLES OF INCORPORATION**

OF

C & S Big Momma's, Inc.

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

## **ARTICLE I**

### **Name**

The name of the corporation shall be  
C & S Big Momma's, Inc.

## **ARTICLE II**

### **Place**

The principal place of business shall be 492 West Martin Luther King Ave.,  
Crestview, Florida 32536, in Okaloosa County. The mailing address shall be 10  
Courtney Lane, Crestview, FL 32539

## **ARTICLE III**

### **Duration**

The corporation shall exist perpetually.

## **ARTICLE IV**

### **PURPOSE**

The purpose or purposes for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida. This shall be a general purpose corporation. The corporation may hire such employees as may be necessary or desirable to accomplish its purposes, and may hold such licenses as are necessary or convenient for corporate purposes. Additionally, the corporation shall be entitled to enter into contracts of every nature to own real or personal property, to borrow money, and to do all other things necessary or convenient to corporate purposes, and to do all things authorized by the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

### **CAPITAL STOCK**

The amount of capital stock authorized by the corporation shall be Five hundred (500) Shares of common stock with a par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock of this corporation shall be payable in cash or in property, labor or services, at a just valuation to be fixed by the Board of Directors.

## **ARTICLE VI**

### **MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

This is a closely held corporation with the intent to be a shareholder run business, therefore the Shareholders shall run this company in place of an elected board of directors. The initial officers of this corporation are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Shirley Robinson President	10 Courtney Lane, Crestview, FL 32539

## **ARTICLE VII**

### **Powers to Amend Articles or Establish By-Laws**

The powers to adopt, alter, or amend or repeal by-laws shall be vested in the shareholders.

## **ARTICLE VIII**

### **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 prorata share thereof (as nearly as maybe done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE IX**

### **Action by Written Consent**

Any action required by law, the Articles of Incorporation or the By-Laws of this corporation to be taken at any annual or special meeting of the shareholders of the corporation or any action which may be taken at any annual or special meeting such Shareholders, may be taken without a meeting, without prior notice or without a vote. If a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock, having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

**ARTICLE X**

**Incorporators**

*The name and address of the Incorporators signing these Articles of Incorporation are:*

*Shirley Robinson  
10 Courtney Lane  
Crestview, Fl 32539*

**ARTICLE XI**

**Initial Registered Agent and Office**

*The initial registered agent of this corporation is A & A Bookkeeping & Tax Services. The street address of the initial registered office of this corporation in the State of Florida is 1455 South Ferdon Blvd. Suite A-1 Crestview, FL 32539. The Board of Directors may from time to time, move the principal office to any other address in Florida.*

**ARTICLE XII**

**Amendments**

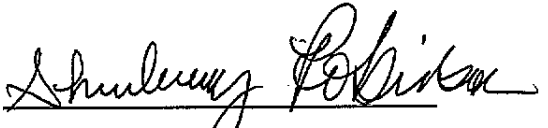
*The Shareholders shall have the power to alter, amend, or repeal provisions of these articles.*

**ARTICLE XIV**

**Section 1244 Stock**

*It is the intent of this charter that the capital stock of the Corporation may be sold in accordance with the conditions of Sections 1242-1244, inclusive of the Internal Revenue Code of 1986, as amended.*

**IN WITNESS WHEREOF, THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION, THIS 22 DAY OF July 1999.**

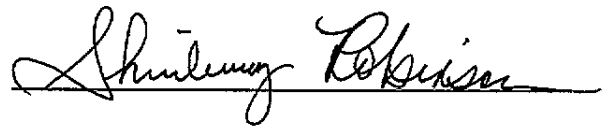
  
Shirley Robinson

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR  
DOMICLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Sections 48.091 and 607.034, Florida Statutes, the  
following is submitted:

First that C & S Big Momma's Inc., desiring to organize or qualify under  
the laws of the State of Florida, with its principal place of business at  
492 West Martin Luther King Ave., Crestview, Florida 32536, has named  
A&A Bookkeeping & Tax Services, as its agent to accept service of  
process within Florida.

Dated this 22-day of, 1999.



Shirley Robinson

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation, at  
the place designated in this certificate, I A & A Bookkeeping & Tax Services, \_\_\_\_  
Inc., hereby accept to act in this capacity and agree to comply with the  
provisions of all statutes relative to the proper performance of my duties.

*A&A Bookkeeping & Tax Services, Inc.*  
*Donna R. Bahm* President  
DONNA R Bahm

FILED  
99 JUL 26 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA