

P99000107168

Remester's Name
3460 Countryside Blvd #9
Clerk, FL 33761

City/State/Zip Phone #

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SECRETARY OF STATE
TALLAHASSEE, FL

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

1. _____ (Corporation Name) (Document #) 300003051213-8
-11/22/99-01103-018
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| ☐ Walk in | ☐ Pick up time _____ | ☐ Certified Copy |
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| | | ☐ Certificate of Status |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

12-13
WLC



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 2, 1999

FILLMORE ENTERPRISES, INC.
3460 COUNTRYSIDE BLVD, #9
CLEARWATER, FL 33761

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

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 899A00057011

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SECRETARY OF STATE
TALLAHASSEE FL

ARTICLES OF INCORPORATION

OF

Rob FILLMORE ENTERPRISES, INC.

The undersigned, acting as incorporator to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME & ADDRESS

Rob

The name of the corporation is Fillmore Enterprises, Inc.

The address is 3460 Countryside Blvd., #9, Clearwater, Fl 33761

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

real estate sales

(A) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in, and with, goods, wares, merchandise, real and personal property, and service of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

(B) To conduct business in, or have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyright, trademarks, and licenses, in the State of Florida, and in all other states and countries.

(C) To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(D) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(E) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stocks, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock and to perform and conduct all other business allowed by the laws of the State of Florida.

(F) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing, and to perform any act authorized by the laws of the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) share of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than the sum of One Hundred Dollars (\$100.00).

ARTICLE V TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this corporation in the State of Florida is 3460 Countryside Blvd., #9, Clearwater, Fl 33761

The registered agent of this corporation is Robert M. Fillmore

ARTICLE VII
DIRECTORS

The corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by amendment to the By-Laws, but shall never be less than one.

ARTICLE VIII
INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

Name	Address
<u>Robert M. Fillmore</u>	<u>3460 Countryside Blvd., #9</u>
	<u>Clearwater, Fl 33761</u>

ARTICLE IX
INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation are:

Name	Address
<u>Robert M. Fillmore</u>	<u>3460 Countryside Blvd., #9</u>
	<u>Clearwater, Fl 33761</u>

The incorporators certify that the proceeds of the stock subscribed for will not be less than the amount of capital with which the corporation shall begin business as is set forth herein.

ARTICLE X INDEMNITY OF DIRECTORS AND OFFICERS

Any person made a party to any action, suit or proceeding by reason of the fact that he, his Testator, or any corporation which he served as such at the request of the corporation shall be indemnified by the corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer or director or employee may be entitled apart from the provisions of this section.

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance and good faith upon financial statements of the corporation represented to him to be correct by the president of the corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the corporation; nor shall he be liable if in good faith in determining the amount available for dividends he considers the assets to be of ample value.

ARTICLE XI BY-LAWS OR STOCKHOLDERS AGREEMENT

By stockholders agreement or By-Laws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including, but not limited to, provisions for the transfer of the stock owned by retiring, disabled or deceased stockholder, or any stockholder required to server financial interest in the corporation. The By-Laws may be repealed or amended, and new By-Laws may

be adopted, by either the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by shareholders if the shareholders specifically provide such By-Laws not subject to amendment or repeal by the directors.

ARTICLE XII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII DATE OF INCEPTION

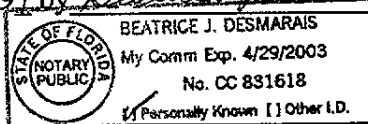
The date the corporation existence shall begin shall be as of the date of filing and acceptance of these Articles by the Secretary of State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged, and filed the foregoing Articles of Incorporation under the laws of
the State of Florida, this 17 th day of November, 1999.

Beatrice J. Desmarais

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this
17 th day of November, 1999 by Beatrice J. Desmarais



Notary Public-State of Florida
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named
corporation, at the place designated in these Articles of Incorporation, I hereby
accept to act in this capacity, and agree to comply with the provisions of the laws
of the State of Florida relative to keeping open said office.

Beatrice J. Desmarais

Registered Agent