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## **COVER LETTER**

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

SUBJECT: A1 Affordable Contractors, Inc.		
(PROPOSED CORPORA	TE NAME – <u>MUST INCLUDE SUFFIX</u> )	
Enclosed are an original and one (1) copy of the arti	cles of incorporation and a check for:	
\$70.00 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy & Certificate of Status	
	ADDITIONAL COPY REQUIRED	
FROM: Advantage Plus Business Name	Services, Inc. (Printed or typed)	
5640 Timuquana Road S	Suite 3 Address	
Jacksonville, FL 32210 City,	State & Zip	
904-317-5005 Daytime To	elephone number	
beverlypateman@msn.co	om . I for future annual report notification)	

NOTE: Please provide the original and one copy of the articles.

### ARTICLES OF INCORPORATION

**OF** 



#### A1 Affordable Contractors, Inc.

The undersigned, acting as 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: A1 Affordable Contractors, Inc.

#### ARTICLE II PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE III PRINCIPAL PLACE AND MAILING ADDRESS

The principal place of business and mailing address shall be7350 Blanding Boulevard Apt #92, Jacksonville, FL 32244.

## ARTICLE (V INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

Beverly L. Pateman 5640 Timuquana Road Suite 3 Jacksonville, FL 32210

#### ARTICLE V OFFICERS

The officers of the Corporation shall be:

<u>Name</u>	<u>Address</u>
Andrew Sulkala	7350 Blanding Blvd Apt#92
President	Jacksonville, FL 32244
Donald Johnson	6812 Peterpan Place
Vice President	Jacksonville, FL 32244
Anthony Christian	574 Comet Street
Treasure	Jacksonville, FL 32205
James Wilson Secretary	2265 Indigo Avenue Jacksonville, FL 32068

#### ARTICLE VI DIRECTORS

The Director of the Corporation shall be: Andrew Sulkala whose addresses shall be the same as the principal office of the Corporation.

## ARTICLE VII CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7500) shares of NO PAR value STOCK which shall be designated as "Common Stock". 1,000 shares shall be issued to Andrew Sulkala.
- 7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All holders of shares of common stock, upon the dissolution of this Corporation, shall be entitled to receive their portion of the net assets of the Corporation.
- 7.4 No holder of the shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

- 7.5 The Board of Directors of the Corporation may authorize the issuance from time to time, of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the corporation.
- 7.6 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify may un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## ARTICLE VIII SUB-CHAPTER S CORPORATION

The Corporation may elect to be a Sub-Chapter S Corporation, as provided in Sub-Chapter S sections of the Internal Revenue Code of 1986, as amended.

- 8.1 The shareholders of this Corporation may elect and, if selected, shall continue such election to be a Sub-Chapter S Corporation as provided in Sub-Chapter S section of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing or as it may be otherwise required by the Internal Revenue Code.

  8.2 After this Corporation has elected to be a Sub-Chapter S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be a Sub-Chapter S Corporation, as provided in Subchapter S section of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be a Sub-Chapter S Corporation, each share of stock issued by this Corporation shall contain the following legend:
- "The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S Section of the Internal Revenue Code of 1986, as amended."

## ARTICLE IX SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principle office of the Corporation.

## ARTICLE X POWERS OF CORPORATION

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Article of Incorporation.

#### ARTICLE XI TERM OF EXISTENCE

This Corporation shall have perpetual existence.

## ARTICLE XII REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered the books of the Corporation as the owner thereto, for the purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## ARTICLE XII REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent of this Corporation shall be Beverly L. Pateman at 5640 Timuquana Road Suite 3, Jacksonville, FL 32210.

#### ARTICLE XIV BYLAWS

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

#### ARTICLE XV EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of the State of Florida.

#### ARTICLE XVI AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statue of the State of Florida, and all rights, conferred upon shareholders in these Article of Incorporation or any amendment hereto are granted subject to this reservation.

## ARTICLE XVII INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on this merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual make a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case maybe, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, Partnership, Joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Article of Incorporation shall limit or preclude the exercise of

any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All reference in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such person.

#### ARTICLE XVIII LIABILITY OF STOCKHOLDERS

The private property of the stockholders of this Corporation shall not, under any circumstances, be subject to seizure as payment of any Corporation debts.

## ARTICLE XIX AMENDMENTS

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation, this 19<sup>th</sup> day of September, 2012.

Beverly L. Pateman, Incorporator

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Beverly L. Pateman, having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent, in the above forgoing Articles of Incorporation, is familiar with and accepts the obligations of this position of Registered Agent under the application provisions of the Florida Statues.

Beverly L. P**ál**eman