

PO2000018121

N.L.E. Designs, Inc.  
17301 NW 22nd Ave.  
Miami, FL 33056

City/State/Zip

Phone #

700004746797--5  
-01/02/02--01035--01E  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

305-628-4662

Office Use Only

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

- 1. \_\_\_\_\_  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB 18 PM 1:00

- Walk in
- Mail out
- Pick up time \_\_\_\_\_
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

*[Handwritten initials and scribbles]*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 5, 2002

NILE DESIGNS, INC.  
17301 NW 22ND AVE.  
MIAMI, FL 33056

SUBJECT: NILE DESIGNS COMPANY, INC.  
Ref. Number: W02000003343

We have received your document for NILE DESIGNS COMPANY, INC. and your check(s) totaling \$70.00. 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.

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) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filing Section

Letter Number: 402A00006994

**ARTICLES OF INCORPORATION**

**OF**

**N.I.L.E. Designs & Company, Inc.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB 18 PM 1:00

I, the undersigned, hereby form this corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of corporation for profit.

**ARTICLE I**

The name of the corporation shall be:

**N.I.L.E. Designs & Company, Inc.**

and its business shall be carried on at 17301 NORTHWEST 22 AVENUE; MIAMI, DADE County, Florida, the United States of America, and any other countries as may be authorized by its Board of Directors.

**ARTICLE II**

The general nature of the business of the corporation shall be as follows:

**A.** To do all things authorized by law.

**B.** To acquire leases and otherwise acquire, own, use and dispose of property of all kinds, real, personal and/or mixed, to borrow money and to give security for same, to give mortgages upon assets of this corporation when deemed by the Board of Directors expedient to do so and for the performance of such other things as the Board of Directors may deem necessary for the furtherance of the interests of the corporation and in the exercise of the powers herein enumerated.

**C.** To do any and all of the things herein set forth to the same extent a. natural persons might or could do as principals, agents, contractors or otherwise, and either alone, or company with others, purchased, hold, and reissue any of the share' of its capital stock. In general, to carry on any other business in connection therewith, whether manufacturing or otherwise not specifically forbidden by the laws of the State of Florida, and with all powers conferred upon corporations by the laws of the State of Florida.

### **ARTICLE III**

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be one hundred (100) having a par value of \$1.00 per share, each of which shall be issued fully paid and non-assessable and shall be payable in lawful money of the United States of America or in services or property a a just valuation to be fixed by the Directors of the corporation at the organization meeting, or any other meeting held for that purpose.

### **ARTICLE IV**

This corporation shall have perpetual existence.

### **ARTICLE V**

The Board of Directors of this corporation shall consist of three (3) members and may be increased from time to time by the By-Laws.

### **ARTICLE VI**

The business of the corporation shall be conducted by a President, Secretary and Treasurer, and by a Board of Directors mentioned in Article V.

### **ARTICLE VII**

Every director, officer, or employee of the corporation shall be indemnified by the corporation against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceedings to which he may be made a party, or in which he may become involved, by reason of his being having been a director, officer, or employee of the corporation or any settlement thereof made with court approval, whether or not he is a director, officer or employee at the time such expenses are incurred, except in such cases wherein the director officer or employee is adjudged to be liable for negligence or misconduct in the performance of his duties; provided that in the event of a settlement the Indemnification herein shall apply only when the Board of Directors, as well as the court, approves such settlement and reimbursement as being for the best interests the corporation. The foregoing right of indemnification shall be in addition to and n exclusive of all other rights to which such director, officer, or employee may be entitled.

### **ARTICLE VIII**

The names and post office address of the members of the first Board of Directors for the first year of existence for the corporation, or until their successors are elected or appointed and have qualified shall be as follows:

<b>Name</b>	<b>Address</b>
Amon-Ra K. Macbeth - President	17301 Northwest 22 Avenue Miami, Fl. 33056
Corey M. Mitchell - Vice President	98 Northeast 1st Ave. Miami, Fl. 33161
Adrienne Macbeth - Secretary	17301 Northwest 22 Avenue Miami, Fl. 33056
Dorie Johnson - Treasurer	98 Northeast 1st Ave. Miami, Fl. 33161

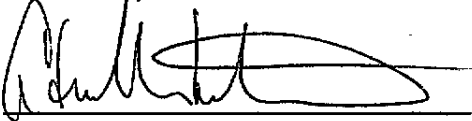
### **ARTICLE IX**

The name and address of the subscribers to this corporation are:

<b>Name</b>	<b>Address</b>
Amon-Ra K. Macbeth	17301 Northwest 22 Avenue Miami, Fl. 33056
Corey M. Mitchell	98 Northeast 1st Ave. Miami, Fl. 33161

**N.I.L.E. Designs & Company, Inc.**

**IN WITNESS WHEREOF**, the party has hereunto set his hand this 19<sup>th</sup> day of December, 2001.



Adrienne M. Macbeth  
Secretary

**STATE OF FLORIDA  
COUNTY OF MIAMI DADE**

BEFORE ME, the undersigned authority, personally appeared who provided his Florida driver's license no.: as identification and who subscribed the above Articles of Incorporation and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

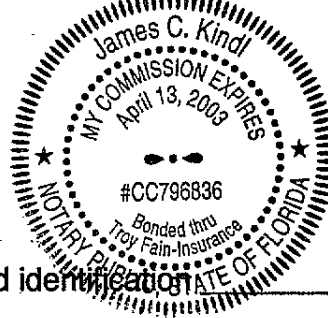
IN WITNESS WHEREOF, I have set my official seal at Miami Dade County, Florida, this 19<sup>th</sup> day of December, 2001.

SWORN TO AND SUBSCRIBED BEFORE ME THIS <sup>5</sup> 19<sup>th</sup> day of December, 2001.

  
Notary Public State of Florida

My Commission Expires: April 13, 2003

Personally Known XX OR Produced identification \_\_\_\_\_



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

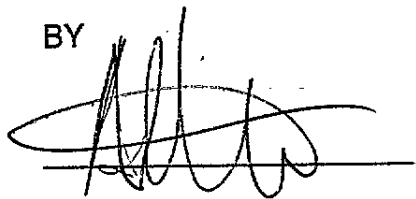
**First--That N.I.L.E. Designs & Company, Inc.**

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, at the City of Miami, County of Dade, State of Florida, has named Name located at 17301 Northwest 22 Avenue (Street address and number of building, Post Office Box address not acceptable.) City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY

A handwritten signature in black ink, appearing to read 'Amon-Ra K. Macbeth', written over a horizontal line.

**Amon-Ra K. Macbeth**