

P04000035830

(Requestor's Name)

Martin Gilbert

3226 Dunbar Dr.

Sarasota, FL 34232

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

2004 FEB 24 P 12:02

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W04 5380



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 9, 2004

MARTIN GILBERT
3226 DUNBAR DR.
SARASOTA, FL 34232

SUBJECT: XXX, INC.
Ref. Number: W04000005382

We have received your document for XXX, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

The document number of the name conflict is P02000027381.

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) 245-6934.

Loria Poole
Document Specialist
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Letter Number: 904A00008579

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399

04 FEB 24 PM 1:45

RECEIVED

ARTICLES OF INCORPORATION
OF
A Florida Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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XXX INNOVATION INC

The undersigned incorporator to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be

XXX INNOVATION INC

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation shall be located at 3226 Dunbar Dr. in the City of Sarasota, County of Sarasota State of Florida, and the post office address of said principal office of the corporation shall be 3226 Dunbar Dr. Sarasota, FL 34232.

ARTICLE III. PURPOSE

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.:

main goal is customers' satisfaction at all times and providing the utmost, complete, professional, and timely services to prospective customers.
XXX INNOVATION INC

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be (100) shares of common stock of the par value of one dollar (\$1.00) per share.

ARTICLE V. DIRECTORS OR OFFICERS OF THE CORPORATION

The names, address and titles of the Director/Officers of this corporation are:

Martin Gilbert, 3226 Dunbar Dr. Sarasota, FL 34232

President

Martin Beuemare, 1264 Panama Dr. Sarasota, FL 34234

Vice President

ARTICLE VI. REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at 3226 Dunbar Dr. Sarasota, FL 34232. The registered agent is Martin Gilbert. Either the registered office or the registered agent may be changed in a manner provided by law.

ARTICLE VII. INCORPORATOR (S)

The said name of Incorporator shall be Martin Gilbert whose address is 3226 Dunbar Dr. Sarasota, FL 34232.

ARTICLE VIII. DURATION

The corporation shall have perpetual existence.

ARTICLE IX. REGULATION OF BUSINESS

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. **Management.** Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board

of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved to the stock holders.

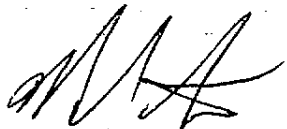
2. **Officers.** The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.
3. **Contracts.** No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested: and no contract, act, or transaction of the corporation with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might

otherwise exist from contracting with the corporation for the benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

In Witness Whereof, the undersigned has hereunto set his hand on this 16 day of January, 2004.



Martin Gilbert
Incorporator

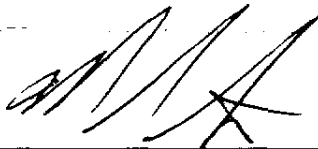
CONSENT FOR REGISTERED AGENT FOR

A FLORIDA CORPORATION

XXX INNOVATION INC

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.

Dated: 01-16-04



Martin Gilbert, Registered Agent
3226 Dunbar Dr. Sarasota, FL 34232

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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