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## **Donna Vignes**

From:

corphelp@dos.state.fl.us]

Sent:

Thursday, August 04, 2005 7:24 AM

To:

'Donna Vignes'

Subject: RE: rejected filing

August 3, 2005

DONNA VIGNES 432 SW DOCKERY LN LAKE CITY, FL 32024-7806

SUBJECT: DDV DESIGNS Ref. Number: W05000036772 Covilet voiso document as Minumated your James Mark your Vigno

We have received your document for DDV DESIGNS 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include:

CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

You must list the corporation's principal office and/or, a mailing address in the document.

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) 245-6855.

Tammy Hampton
Document Specialist

Letter Number: 805A00050135

New Filings Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Cathy

Internet Access

# DDV Designs, Inc.

432 SW Dockery Lane

Lake City, Florida 32024-7806

Donna Vignes

President

**Division of Corporations** 

Florida Department of State

P.O. Box 6327

Tallahassee, Florida 32314

To Whom it May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for DDV Designs, Inc. . Enclosed also find my check # in the amount of \$70.00 to cover the cost of filing. Please return to me a file stamped copy.

Please feel free to call me with any questions you may have. Thank you for your assistance in this matter.

Sincerely,

Donna Vignes

DDV/cr

encl

#### ARTICLES OF INCORPORATION

OF

# DDV DESIGNS, Inc.

The undersigned incorporator of these Articles of Incorporation hereby form a corporation for profit under the laws of the State of Florida.

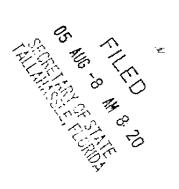
## **ARTICLE I**

The name of this corporation shall be DDV Designs, Inc.

#### **ARTICLE II**

The general nature of the business of the corporation to be transacted shall be:

- 1. To consult and market photography, artwork, and business/design services.
- 2. To enter into, make and perform contracts of every kind for any lawful purpose with any person, firm, association, corporation, municipality, body politic, county, territory, state or national government, or colony or dependence thereof.
- 3. To acquire good will, rights and property and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm, association, corporation; to pay for the said good will, rights, and property and assets in cash, in the stock of the corporation, in bonds or otherwise, by undertaking the whole or part of the liabilities of the transferor; to hold or in any manner dispose of the whole ir any part of the property to be purchased; to conduct in any lawful manner to whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business.
- 4. To guarantee, acquire by purchase, subscription or otherwise, hold for investment, or otherwise sell, assign, transfer, mortgage, pledge or otherwise of indebtedness created by any other corporation or corporations of the State of Florida, or any other state of government, domestic or foreign, and while the owner of any such stocks, bonds, securities, or evidence of indebtedness to exercise all the rights, powers, and privileges of ownership and to do any and all other acts or things for the preservation, protection, improvement, or enhancement in value of any such stocks, bonds, securities, or other obligations and to do all and any such acts or things designated to accomplish any other purpose.
- 5. To apply for, purchase, register, or in any manner acquire, and to hold, own, use, operate, and to introduce to sell, lease, assign, pledge, or in any manner dispose of and



in any manner deal with patents, patent rights, licenses, copyrights, trademarks, and trade names; to acquire, own, use, or in any manner dispose of any and all inventions, improvements, processes, labels, designs, brands, or other rights, and to work, operate, or develop the same; and to carry on the business, manufacturing, or otherwise which may directory or indirectly effectuate these objects or any of them.

- 6. To borrow money, and to contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges, or franchise, or for any other lawful purpose of its corporation; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed, or in payment of the property acquired, or for any of the objects of its business; to secure the same by mortgage or mortgages, deeds or deed in trust, or pledge or other lien upon any of or all of the property rights, privileges or franchises of the corporation wheresoever situated, acquired or to be acquired, and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors; to sell, pledge or otherwise dispose of any and all debentures, or other bonds, notes, and other obligations in such a manner and upon such terms as the Board of Directors may deem judicious, subject, however to the provisions of Article III hereof.
- 7. To purchase, hold, sell, and transfer shares of its own capital stock, provided that this Corporation shall not purchase its own shares of capital stock except from the surplus of its assets, over its liabilities, including capital, and provided, that shares of its own capital stock owned by the Corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of the stockholder\*s quorum or vote.
- 8. To act as financial, business, and purchasing agent for domestic and foreign corporations, individuals, partnerships, associates, local, county, and/or state governments, and/or other bodies.
- 9. To have one or more places of business, conduct its business and promote its objectives within and without the State of Florida, other states, the District of Columbia, the territories, possessions and dependencies of the United States and in foreign countries, without restrictions as to place and amount.
- 10. To do any and all of the things herein set forth to the same extent as natural persons might or could do in any part of the world, as principals, agents, contractors, trustees, or otherwise, and either alone or in company of others.
- 11. To do all and everything necessary and proper for the accomplishment of any of the purposes of or the attaining of any of the objects or the furtherance of any of the powers

enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee, or otherwise, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business necessary or incident to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purpose or objects of the corporations, whether or not such business is similar in nature to the purposes and objects set forth in this Articles of Incorporation, or any amendment thereof.

- 12. To exercise all the powers now contained in Section 607.001, Florida Statutes, and all powers subsequently authorized or granted by law to private corporations.
- 13. The foregoing clauses shall be construed as both objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

#### **ARTICLE III - CAPITAL STOCK**

The total number of shares of authorized capital stock of the Corporation shall consist of 1000 common stock with \$1.00 par value. All such stock shall be payable in cash, property, labor, services, or other things of lawful value at just valuation to be fixed by the Board of Directors. Neither promissory notes nor future services shall constitute payment of or any part of the issuance of any shares of common stock.

## **ARTICLE IV - INITIAL CAPITAL**

The amount of capital for which this corporation shall commence business is \$500.00.

#### **ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

#### **ARTICLE VI - REGISTERED OFFICE**

The registered office, principal office and mailing address of said corporation shall be DDV Designs, Inc., 432 SW Dockery Lane, Lake City, Florida 32024-7806. The Board of Directors may from time to time move the registered office in the State of Florida to any other address and shall have the privilege of having a branch office at any other place within and without the State of Florida.

#### ARTICLE VII - REGISTERED OFFICE AND AGENT

The name and mailing address of the initial registered agent of this corporation is DONNA VIGNES, 432 SW Dockery Lane, Lake City, Florida 32024-7806.

# **ARTICLE VIII - DIRECTORS**

This corporation shall have one director initially, who need not be stock holder, but the By-Laws provide for such increase and/or decrease thereof as is authorized by the State of Florida.

#### **ARTICLE IX - INITIAL DIRECTORS**

Donna Vignes, 432 SW Dockery Lane, Lake City, FL 32024-7806, President

David Vignes, 432 SW Dockery Lane, Lake City, FL 32024-7806, Vice President

#### ARTICLE X - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation as follows: Donna Vignes, 432 SW Dockery Lane, Lake City, FL 32024-7806.

## **ARTICLE XI**

The following additional provisions for the regulations of the business of any for the conduct of the affairs of the Corporation, and creating, dividing, limiting, and regulating the powers of the Corporation, its stockholders, and directors are hereby adopted as a part of the Articles of Incorporation.

- A. No person shall be required to own, hold, or control stock in the Corporation as a condition precedent to holding office in the Corporation.
- B. The Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of securing upon the issuance of new certificates.
- C. The original Incorporator of the Corporation shall have the right, upon its organization, to assign and deliver subscriptions of stock, if any, to any persons, firm, or corporation who may hereafter become subscribers to the capital stock of the Corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all rights, liabilities, and duties entailed by said subscriptions of stock, if any, to any other person, firm, or corporation who may hereafter become subscribers to the capital stock of the Corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all the rights, liabilities, and duties entailed in said subscription, subject to the laws of the State of Florida and the necessary execution of the necessary instrument of assignment.

#### **ARTICLE XII**

These Articles of Incorporation may be amended by the manner as provided by law provided the amended Articles of Incorporation contain only such provisions as might be contained in the original Articles of Incorporation at the time of amendment. Restated Articles of Incorporation may also be adopted in the manner as provided by law.

IN WITNESS WHEREOF, the undersigned has made and incorporated these Articles of Incorporation at Lake City, Columbia County, Florida, for the uses and purposes of which are aforesaid on this day of [2], 2005.

**DONNA VIGNES** 

# **ACCEPTANCE OF REGISTERED AGENT**

The undersigned, DONNA VIGNES, designated as Registered Agent for the above DDV DESIGNS, Inc., does hereby accept the appointment as registered agent of the above captioned corporation in accordance with the applicable statute.

WITNESS my hand and official seal this day of 2/3 2005.

**DONNA VIGNES** 

STATE OF FLORIDA

**COUNTY OF COLUMBIA** 

BEFORE ME, the undersigned authority, personally appeared DONNA VIGNES, well known to me to be the person described as the Incorporator in the above Articles of Incorporation and he acknowledges having read and executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 4 day of Avgust, 2005.

Notary Public

Mary Krasoric Notary Public, State of Ohio My Commission Expires Jan. 2, 2008 Recorded in Franklin County