

708000051214

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600129920996

05/22/08--01016--008 \*\*70.00

FILED  
2008 MAY 22 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers MAY 21 2008

**ALLEN BOSWORTH**  
ATTORNEY AT LAW  
507 SOUTHEAST 11TH COURT  
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE  
(954) 524-7744

E-MAIL  
BOSWLAW@FDN.COM

FACSIMILE  
(954) 523-1221

VIA FEDERAL EXPRESS

May 21, 2008

Division of Corporations  
Florida Department of State  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Moda Milan, Inc.  
My File No.: 506-001

Dear Sirs:

Enclosed herewith you will find the following items:

1. The original Articles of Incorporation of Moda Milan, Inc.
2. My check in the amount of \$70.00 made payable to your order and tendered in payment of the fees to file this new corporation and file the designation and acceptance of registered agent.

Please file this corporation and forward confirmation of the filing to me at your earliest opportunity.

I thank you for your attention to this matter. Please do not hesitate to contact me if you have any questions or comments with regard to the foregoing, the enclosures or otherwise.

Sincerely yours,



Allen Bosworth

AB/arb  
Enclosures  
C: Gary F. Rollar

C:\Documents and Settings\Owner\My Documents\506-001\Letter - Secretary of State.doc

2008 MAY 22 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MODA MILAN, INC.

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

ARTICLE I

NAME: The name of this corporation is:

Moda Milan, Inc.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida;
2. And, in general, to do all things necessary or convenient to carry out its business or affairs or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties;
3. And, further, to buy, sell and own real and personal property, to borrow, raise and lend money for any purposes of the corporation, to encumber and mortgage all or part of the property, real and personal, corporeal or incorporeal, owned by the corporation and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes and other obligations and negotiable instruments.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAY 22 PM 2:05

FILED

### ARTICLE III

CAPITALIZATION: The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock having a par value of One and no/100ths (\$1.00) Dollar per share.

### ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is Six Hundred and no/100ths (\$600.00) Dollars.

### ARTICLE V

COMMENCEMENT AND DURATION: The corporation is to commence existence upon the filing of these Articles of Incorporation with the Department of State of the State of Florida and its existence thereafter shall be perpetual.

### ARTICLE VI

PRINCIPAL OFFICE: The corporation shall have its initial principal office, place of business and mailing address at 1291 Southwest 27<sup>th</sup> Avenue, Pompano Beach, Florida 33069.

The Board of Directors may, from time to time, move the principal office, place of business and mailing address to any other address located in the State of Florida, and establish branch offices in any place within or without the State of Florida, as may be desirable.

### ARTICLE VII

DIRECTORS: The corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws adopted by the stockholders, but shall never be less than one (1).

The name and address of the initial Director, comprising the entire Board of Directors initially, are:

Gary F. Rollar  
Director

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

#### ARTICLE VIII

OFFICERS: The corporation shall have offices consisting of a President, a Vice President, a Secretary and a Treasurer, all of which may be occupied by the same person, as appointed from time to time by the Board of Directors.

The names and addresses of the initial officers are:

Gary F. Rollar  
President

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

James J. Raspolich  
Vice President

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

Debra V. Rollar  
Secretary

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

Debra V. Rollar  
Treasurer

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

#### ARTICLE IX

INDEMNIFICATION: The corporation shall indemnify every director and officer, and their heirs, executors and administrators, against expenses reasonably and actually incurred by them, as well as any amount paid upon a judgment in connection with any action, suit or proceeding, civil or criminal, to which they may be made parties by reason of their being, or having been, a director or officer of the corporation, except in relation to matters as to which they shall finally be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty to the corporation. In the event

of settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the corporation is advised by its counsel that the person to be indemnified did not commit breach of such duty. The right of indemnification contained herein shall be in addition to, and not exclusive of, such other rights of indemnification as are provided by law or to which a director or officer may otherwise be entitled.

#### ARTICLE X

AFFILIATED TRANSACTIONS: The corporation elects not to be governed by the provisions of F.S. §607.0901 (2007) pertaining to the approvals required for the corporation to engage in, or enter into, an "affiliated transaction" as that term is defined therein.

#### ARTICLE XI

INCORPORATOR AND SUBSCRIBER: The incorporator and subscriber to all of the capital shares of the corporation is:

Gary F. Rollar

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

#### 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 by the stockholders by a majority of the shares entitled to vote thereon.

#### ARTICLE XIII

REGISTERED AGENT AND REGISTERED OFFICE: The initial Registered Agent for the corporation, to be its agent and to accept service of process within the State of

Florida on behalf of the corporation, is:

Gary F. Rollar

The initial Registered Office for the corporation is located at:

1291 Southwest 27<sup>th</sup> Avenue  
Pompano Beach, Florida 33069

ACKNOWLEDGMENT

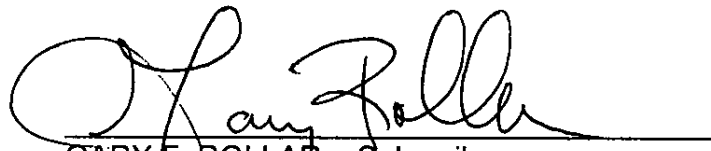
Having been named as Registered Agent to accept service of process for Moda Milan, Inc. at the place designated in Article XIII of these Articles of Incorporation, I hereby acknowledge that I am familiar with, and accept, the obligations of that position and agree to comply with the provisions of Florida law relative to keeping open the Registered Office of the corporation.



GARY F. ROLLAR - Registered Agent

CERTIFICATE

I, the undersigned, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby execute, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts stated are true, and accordingly have hereunto set my hand and seal this 21<sup>st</sup> day of May, 2008.



GARY F. ROLLAR - Subscriber

STATE OF FLORIDA                    }  
                                              :SS  
COUNTY OF BROWARD                }

SWORN TO AND SUBSCRIBED before me this 21<sup>st</sup> day of May, 2008, by  
GARY F. ROLLAR, who is personally known to me or who has produced  
\_\_\_\_\_ as identification and who did take  
an oath.

*Linda S. Cawein*

Notary Public Signature

NOTARY PUBLIC-STATE OF FLORIDA  
 Linda S. Cawein  
Commission # DD544165  
Expires: APR. 24, 2010  
Bonded Thru Atlantic Bonding Co., Inc.

\_\_\_\_\_  
Notary Public Printed Name  
Notary Public - State of Florida  
My Commission Expires:

FILED  
2008 MAY 22 PM 2:05  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE