

P1300009170

(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

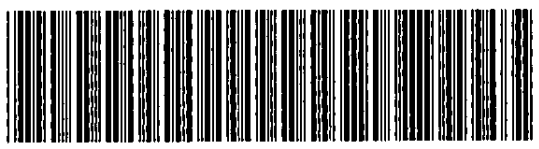
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
13 JAN 25 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN 28 AM 8:31

Ps 1/29/13



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 28, 2013

CAPITAL CONNECTION, INC.

SUBJECT: RETAIL CONSULTING WORLDWIDE, INC.
Ref. Number: W13000005199

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2013 JAN 28 PM 4: 21
NOT RETURNED
TO ADMINISTRATOR
SUFFICIENCY OF FILING

We have received your document for RETAIL CONSULTING WORLDWIDE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return 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) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 713A00002003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Retail Consulting Worldwide, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: SETH 01/25/13
Name Date Time

Walk-In _____ Will Pick Up _____

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DIVISION OF CORPORATIONS

13 JAN 28 AM 8:31

**ARTICLES OF INCORPORATION
OF
RETAIL CONSULTING WORLDWIDE, INC.**

ARTICLE I - NAME

The name of this corporation is **RETAIL CONSULTING WORLDWIDE, INC.** located at **84 Pinafore Place, Indialantic, Florida 32903.**

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida or such other State or jurisdiction in which the corporation may qualify to transact business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$.01 par value voting common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **25 McLeod Street, Merritt Island, Florida 32953**, and the name of the initial registered agent of this corporation at that address is **Fowler, Brink & Fowler, P.A.**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have **one (1)** director initially. The number of directors may be either increased or diminished from time to time in accordance with applicable law, the Bylaws or agreement, but shall never be less than one. The name and address of the initial director of **RETAIL CONSULTING WORLDWIDE, INC.** is:

Name	Address
Sandra Henning	84 Pinafore Place Indialantic, Florida 32903

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation, or person for whom a duly authorized signatory is signing, is:

Name	Address
Sandra Henning	84 Pinafore Place Indialantic, Florida 32903

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto as provided by applicable law, and any right conferred upon the shareholders is subject to this reservation.

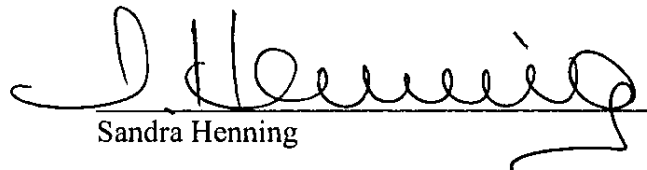
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ARTICLE XIV - I.R.C. SECTION 1244 STOCK

13 JAN 28 AM 8:31

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

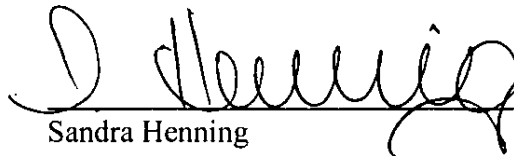
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on 1/24, 2013.


Sandra Henning

**CERTIFICATE DESIGNATING PLACE OF BUSINESS 13 JAN 28 AM 8: 31
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:


First, that **RETAIL CONSULTING WORLDWIDE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in Brevard County, Florida, has named **Fowler, Brink & Fowler, P.A., 25 McLeod Street, Merritt Island, Florida 32953**, as its agent to accept service of process within this State.


Sandra Henning

ACKNOWLEDGMENT

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

REGISTERED AGENT:

By: 
Bart A. Brink, Esq., as Vice President
of Fowler, Brink & Fowler, P.A.

Date: 1/24/2013