

2002 UNIFORM BUSINESS REPORT (UBR)

FILED
May 23, 2002 8:00 am
Secretary of State

05-23-2002 90061 049 ***150.00

DOCUMENT # S50624

1. Entity Name
SUNAIRESS EYEWEAR, INC.

Principal Place of Business
7600 N.W. 63RD STREET
MIAMI FL 33166

Mailing Address
7600 N.W. 63RD STREET
MIAMI FL 33166

2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

4. FEI Number 65-0259277

Applied For
 Not Applicable

Zip

Country

Zip

Country

5. Certificate of Status Desired ☐ **\$8.75 Additional Fee Required**

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

CORPORATION COMPANY OF MIAMI
201 S. BISCAYNE BLVD.
1600 MIAMI CENTER
MIAMI FL 33131

Name

Street Address (P.O. Box Number is Not Acceptable)

City

FL

Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so.
 (See criteria on back) ☐

FILE NOW!!! FEE IS \$150.00
After May 1, 2002 Fee will be \$550.00
Make Check Payable to Department of State

10. Election Campaign Financing ☐ **\$5.00 May Be Added to Fees**
 Trust Fund Contribution.

11. OFFICERS AND DIRECTORS

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TSP ☐ Delete
PORRY, GERARD
7600 N.W. 63RD STREET
MIAMI FL

☐ Change ☐ Addition
 TITLE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

☐ Delete
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13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *[Signature]* **SIGNATURE REQUIRED**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-30-02 305-594-1980
 Date Daytime Phone #

CR2E034 (9/01)

432551

Attachment
Sunairess Eyewear, Inc. # 550624
INITIAL WRITTEN CONSENT TO AND RECORD OF ACTION
TAKEN BY SHAREHOLDERS AND BOARD OF DIRECTORS

1-1-2002

In lieu of the annual meeting of the shareholders and directors of the referenced corporation (the "Corporation"), the undersigned, comprising the owners of all the outstanding shares of stock of the Corporation, and all of the appointed directors of the Corporation, hereby set forth their written consent to and record of action taken this date.

1. The following persons are elected as Directors of the Corporation for the fiscal year beginning 1-01-02, to serve as such until the next annual meeting of the shareholders of the Corporation or until their successors are elected and qualified:

- Gerard Porry

2. The following persons are elected as Officers of the Corporation to serve as such in the capacity as written beside their name for the fiscal year beginning 1-1-02 until the next annual meeting of the Board of Directors of the Corporation or until their successors are elected and qualified:

- Gerard Porry	President & Tax Matters Person
- Gerard Porry	Secretary
- Gerard Porry	Treasurer

3. The Corporation need not prepare a balance sheet or profit and loss statement for the fiscal year ending 12-31-02, within the four-month period described by Section 607.1620 of the Florida Statutes.
4. The Corporation has exercised good faith in judgement relating to all tax issues. Therefore if upon examination a charge of interest or penalty or both is assessed a shareholder of the Corporation regarding any issue of this Corporation, the Corporation will reimburse the shareholder the costs of interest and/or penalty.
5. From time to time the shareholder/employee may advance or loan money to the company. Also the shareholder/employee may purchase for the company necessary and ordinary business items or incur necessary expenses for the operations of the company. The board agrees to reimburse those expenses as funds are available with no interest, following the IRS guidelines for loans from shareholders.
6. As a small business, shareholder/employee salaries and shareholder dividends are impossible to predetermine, until the results of operations are more ascertainable.
7. It is this company's policy that shareholder/employee will first be reimbursed for loans and advances, then salary, and then dividends as operating results warrant. Diminutive net earnings (less than \$10,000 for the year), will be treated as dividends for tax purposes.
8. The Company maintains an interest in determining that an officer, shareholder, employee maintain adequate auto insurance. Therefore, the Company will reimburse for the cost of auto insurance.

Attachment

432551
S 50624

9. The Corporation elects to pay the annual tax on all classes of its stock, as agent for its Florida stockholders, and thus avoid the imposition of the intangible tax on said stockholders.
10. It shall be the Company's policy to provide Medical and Dental Insurance for the officer/ shareholder/employee and their families.
11. According to Sec. 62(a)(2)(A), an employee that adequately accounts to the employer the details of their ordinary and necessary business expenses, is allowed a deduction from gross income. Sec. 62^e further requires an employee to return any excess reimbursement or advance to the employer within a reasonable time. Reg. 1.62-2(d)(3) further requires that no part of an employee's salary be recharacterized as being paid under this reimbursement arrangement.

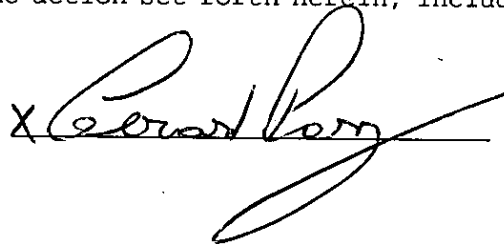
Adequate accounting is defined as the following:

1. A weekly log or other adequate records stating time, place, destination, purpose, business discussion and receipts for both lodging and expenditures exceeding \$75.
2. If auto mileage (at \$.345 per-mile) is claimed, it must be supported by records that show approximately: miles, date, place and purpose of travel.
3. If Per Diem is used when traveling away from home, a log stating number of days, place and purpose of travel is necessary.

Return of excess is defined as any monies paid above substantiated expenses must be returned within a reasonable period of time, i.e., 90 days after the close of the business tax year.

Failure to maintain adequate accounting or not returning excess reimbursement in a reasonable time may result in ALL of the reimbursements being reclassified as salary.

The undersigned waive all formal requirements to the action set forth herein, including the holding of a meeting and notice of such meeting.

X  President