

P02000056952

LAW OFFICES  
H. CASSEDY SUMRALL, JR.  
PROFESSIONAL ASSOCIATION  
355 N.E. FIFTH AVENUE, SUITE 8  
DELRAY BEACH, FLORIDA 33483

TELEPHONE  
(561) 272-7040

May 14, 2002

FILED  
02 MAY 22 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(561) 272-5755

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: ARGOS, INC.  
Reference Number W02000013286

700005450707--7  
-05/03/02--01080--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Ladies:

I have enclosed the original and a copy of the Articles of Incorporation for ARGOS GIRL, INC. and a copy of your letter of May 8, 2002 returning the original Articles for ARGOS, INC. because the name was not acceptable. We have changed the name to ARGOS GIRL, INC. and request that you file the Articles and return a certified of them to me if everything is in order.

Very truly yours,

*HCSumrall Jr*  
H. CASSEDY SUMRALL, JR.

HCSJr/cjp

encl.

W02-13286



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 8, 2002

H. CASSEDY SUMRALL, JR., ESQ.  
355 N.E. FIFTH AVENUE  
SUITE 8  
DELRAY BEACH, FL 33483

SUBJECT: ARGOS, INC.  
Ref. Number: W02000013286

We have received your document for ARGOS, 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 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.**

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 902A00028998

**ARTICLES OF INCORPORATION**

**OF**

**ARGOS GIRL, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

**NAME OF CORPORATION**

The name of this corporation shall be:

ARGOS GIRL, INC.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The general nature of the business and the objects and purposes proposed to be transacted, promoted and carried on are to do any and all things hereinafter mentioned as fully and to the same extent as natural persons might or could do, namely;

Engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE III**

**CAPITAL STOCK**

The authorized capital stock of the corporation shall be: 7,500 shares at \$1.00 par value.

All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

**ARTICLE IV**

**CORPORATE EXISTENCE**

This corporation shall have a perpetual existence unless sooner

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dissolved according to law.

## **ARTICLE V**

### **INITIAL REGISTERED OFFICE AND MAILING ADDRESS**

The initial registered office and the mailing address of the corporation shall be: 2383 N.W. 24th Street, Boca Raton, Florida 33434.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

The business of the corporation shall be managed, and its corporate powers exercised, by a Board of not less than one directors. The exact number shall be established by the Bylaws, provided that the initial Board of Directors shall consist of one member. The acts of the majority of the Directors at a meeting where a quorum is present shall be the act of the Board of Directors. Directors' Meetings may be held within or without the state. The Directors may, by resolution, designate an Executive Committee, and members of the Board of Directors or an Executive Committee shall be deemed present at a meeting of such Board or Committee if a telephone conference, or similar communication equipment, by means of which all persons participating in the meeting can hear each other is used.

## **ARTICLE VII**

### **OFFICERS**

The officers of this corporation shall consist of a President, Vice-President, Secretary and Treasurer, and such other officers and agents as may be provided for by the Bylaws of this corporation who shall be chosen, serve for such term and have such duties as may be prescribed by such Bylaws. Any of said offices may be combined.

## **ARTICLE VIII**

### **INITIAL OFFICERS AND DIRECTORS**

The names and street addresses of the first Board of Directors and officers of the corporation who shall hold office for the first year or until their successors are chosen shall be:

#### **NAME & ADDRESS**

#### **OFFICER**

FRANK T. ALLEVA  
2383 NW 24th Street  
Boca Raton, FL 33434

President, Treasurer, Director

NANCY ALLEVA  
2383 NW 24th Street  
Boca Raton, FL 33434

Vice President & Secretary

CHRISTOPHER T. ALLEVA  
9056 N.W. 55th Court  
Sunrise, FL 33351

Vice President

**ARTICLE IX**  
**INCORPORATORS**

The name and street address of the sole Incorporators signing these Articles of Incorporation is are:

<u>NAME</u>	<u>ADDRESS</u>
FRANK T. ALLEVA	2383 N.W. 24th Street Boca Raton, Florida 33434

**ARTICLE X**  
**RESTRICTIONS ON SALE OR TRANSFER OF STOCK**

The corporation and/or shareholders of the corporation may enter into any agreement restricting the sale or transfer of shares of stock in this corporation which is authorized under the laws of Florida. The Bylaws of the corporation may contain any restrictions on the sale or transfer of shares of stock in this corporation which are authorized under the laws of Florida.

**ARTICLE XI**  
**INDEMNIFICATION**

Each Director and Officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonably incurred by him in connection with or arising out of any claim, demand, action, suit or proceedings in which he may be involved or to which he may be a party by reason of his being or having been made a director or officer of the corporation (said expenses to include attorneys' fees and costs or reasonable settlements made with a view of curtailment of costs of litigation), except in relation to matters as to which he finally shall be adjudged in any such action, suit or proceedings to have been derelict in the performance of his duty, as such officer or director. Such right of indemnification shall be exclusive of any other rights to which a director or officer may be entitled under any regulations, agreement, vote of stockholders, or to which he may be entitled as a matter of law, and the rights of indemnification shall inure to the benefit of the heirs, executors and the administrators of any such director or officer.

**ARTICLE XII**  
**AMENDMENT OF ARTICLES**

The corporation reserves the right to amend, alter or repeal any provision contained in the Articles of Incorporation in the manner now or hereafter prescribed by the Statutes of the State of Florida, and all rights and powers conferred

upon directors, officers and stockholders herein are granted subject to this reservation; provided, however, that no amendment, alteration or repeal of these Articles of Incorporation shall be valid unless consented to by a majority of the stockholders of the corporation entitled to vote thereon present at any stock holders' meeting concerning the same, if the notice of the proposed action was included in the notice of the meeting, or if such notice is waived in writing by all of the stockholders entitled to vote thereon.

### ARTICLE XIII

#### DATE OF BEGINNING OF CORPORATION

This corporation shall begin existence as of the date of filing.

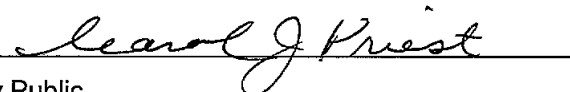
IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals this 23<sup>rd</sup> day of APRIL, 2002.

  
FRANK T. ALLEVA

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared **FRANK T. ALLEVA**, who, being first by me duly sworn, say that he has executed the above and foregoing instrument for the purposes therein stated.

WITNESS my hand and official seal this 23 day of April, 2002.

  
Notary Public,  
State of Florida at Large  
My Commission Expires: 5/26/03



Carol J. Priest  
MY COMMISSION # CC823324 EXPIRES  
May 26, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

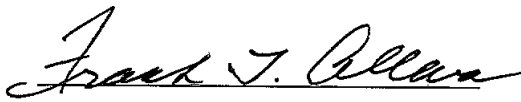
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02 MAY 22 PM 1:14  
CLERK OF STATE  
TREASURY - FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That ARGOS GIRL, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Boca Raton, County of Palm Beach, State of Florida, has named **FRANK T. ALLEVA** located at 2383 N.W. 24th Street, City of Boca Raton, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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



**FRANK T. ALLEVA**, Resident Agent