

# P00000038373

RAN MITAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-04/10/00--01108--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Helium + Balloons, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee & Certificate of Status

☒ \$78.75 Filing Fee & Certified Copy

☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Cheri Aumond-McLean  
Name (Printed or typed)

1106 N. Warnell St  
Address

Plant City, FL 33566  
City, State & Zip

(813) 404-1768  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 APR 10 PM 4:45

FILED

NOTE: Please provide the original and one copy of the articles.

T BROWN APR 17 2000

**FILED**  
00 APR 10 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**HELIUM + BALLOONS, INC.**

The undersigned incorporators to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a Corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be **HELIUM + BALLOONS, INC.**

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be:

- (a) Sales and rentals.
- (b) To conduct business in and have one or more offices in the State of Florida and in all other states and countries. to buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks, and licenses.
- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (d) To purchase the corporate assets of any other corporation and engage in the same charter of business.
- (e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the Capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while the owner of such such stock, to exercise all the rights, powers, and privileges of ownership, including the rights, powers, privileges of ownership, including the right to vote such stock.

(f) To subscribe for, purchase, own, hold, sell, assign, transfer, pledge, mortgage, or otherwise dispose of bonds, securities, or evidences of indebtedness issued or created by the United States of America, or any state, territory, county, or municipality therein, and by any foreign state, nation, government, municipality, or other political subdivision thereof.

(g) To carry on or to participate with others in the organization, merger, consolidation, financing, liquidation, or reorganization of corporations, partnerships, or associations engaged in any lawful business enterprise.

(h) To make, enter into, and carry out any arrangements which may be deemed to be for the benefit of the Corporation, with any firm, trustee, syndicate, individual, government, state, municipality, or other political or governmental division or subdivision, domestic or foreign, to obtain the reform or otherwise to acquire by purchase, lease, assignment, or otherwise, stocks, powers, rights, participations, privileges, participations, immunities, franchises, guarantees, grants, and concessions: to hold, own, exercise, exploit, dispose of, and realize upon the same, and to undertake and prosecute any business dependent thereon; and to cause to be formed, to promote, and to aid in any way the formation of any corporation, association, or organization of any kind, domestic or foreign, for any such purpose.

(i) To lend money on time or call and with or without collateral security, and to give credit to individuals, corporations, associations, or co-partnerships, and to municipalities, states, governments, or any political subdivisions thereof, and to foreclose on any property taken by the Corporation as collateral security for any loans.

(j) To cause or to allow the legal title, and or any estate, right, or interest in any property, whether real, personal, or mixed, owned, acquired, controlled, or operated by the Corporation, by any person, firm, association, or corporation, domestic or foreign, formed or to be formed, either in trust for or as agents or nominees of this Corporation, or upon any other terms or conditions, which the Board of Directors may consider for the benefit of the Corporation.

(k) To undertake, conduct, assist, promote, and participate in every kind of commercial, industrial, agricultural, manufacturing, mercantile, or mining enterprise, business, dependency, or colony of the United States of America or its insular possession, or in the District of Columbia, or in any foreign country.

(l) To purchase, hold, retire, sell, and transfer the shares of its own capital stock, provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of capital, and provided further that its own shares of capital stock belonging to it shall not be voted directly or indirectly.

(m) To act as agent or representative (other than fiscal or transfer agent) of individuals, partnerships, associations, or corporations, and as such to manage, develop, and extend their business or to aid any lawful enterprise.

(n) To purchase or otherwise acquire, own, hold, mortgage, pledge, sell, exchange, or otherwise dispose of and deal in real estate and personal property of every class and description; subject however, to the laws of such state, district, territory, or country where the same may be located.

(o) To have one or more offices carry on all or any part of its operations and business without restrictions or limit as to amount in any or all of the states, districts, territories, or colonies of the United States of America, and in all foreign countries; and to enter into, make perform, and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, or state.

( f ) To subscribe for, purchase, own, hold, sell, assign, transfer, pledge, mortgage, or otherwise dispose of bonds, securities, or evidences of indebtedness issued or created by the United States of America, or any state, territory, county, or municipality therein, and by any foreign state, nation, government, municipality, or other political subdivision thereof.

( g ) To carry on or to participate with others in the organization, merger, consolidation, financing, liquidation, or reorganization of corporations, partnerships, or associations engaged in any lawful business enterprise.

( b ) To make, enter into, and carry out any arrangements which may be deemed to be for the benefit of the Corporation, with any firm, trustee, syndicate, individual, government, state, municipality, or other political or governmental division or subdivision, domestic or foreign, to obtain the reform or otherwise to acquire by purchase, lease, assignment, or otherwise, stocks, powers, rights, participations, privileges, participations, immunities, franchises, guarantees, grants, and concessions: to hold, own, exercise, exploit, dispose of, and realize upon the same, and to undertake and prosecute any business dependent thereon; and to cause to be formed, to promote, and to aid in any way the formation of any corporation, association, or organization of any kind, domestic or foreign, for any such purpose.

( p ) To build, erect, construct, purchase, hire, or otherwise acquire, own, provide, establish, maintain, hold, lease, and operate factories, warehouses agencies, buildings, structures, offices, houses, works, machinery, plants, and all other things of whatsoever kind and nature, within and without the State of Florida, and in any part of the world, suitable, necessary, useful, or advisable in connection with any or all of the objectives hereinbefore or hereinafter set forth.

( q ) To apply for, obtain, register, lease, purchase, or otherwise acquire, and to hold, use, own, operate, and introduce, names, patents, copyrights, formulas, inventions, improvements, and processes used in connection with or secured under letters of patent of the United States of America, or elsewhere; to use exercise, develop, grant licenses in respect of or otherwise deal with any such trademarks, patents, licenses, processes and the like, or any such property or rights, and further, to purchase, acquire, apply for, register, secure, hold, own, or sell or otherwise dispose of any and all copyrights, trademarks, trade names, and distinctive marks.

( r ) To carry on any other business, whether manufacturing or otherwise, which may seem to the Corporation capable of being conveniently carried on in connection with its business, or calculated directly or indirectly to enhance the value of or tender profitable any of the Corporation's property or rights.

( s ) To do any and all things hereinbefore enumerated for itself or on account to others, and to make and perform contracts for doing any of said undertakings; to have and exercise all of the rights and powers now or hereafter conferred by the laws of the State of Florida, and to do any and all of the things hereinbefore enumerated to the same extent as natural persons might of could do.

( t ) The foregoing enumerated objectives, purposes, and powers of the Corporation are not intended and shall not be construed or held to prohibit or limit the exercise of any other and further rights and powers which may now or hereafter be allowed or permitted by the laws of the State of Florida, and this Corporation shall have and exercise all other powers, rights, and privileges granted by the corporation laws of the State of Florida now in force or any amendment or amendments thereto.

### **ARTICLE III. CAPITAL STOCK**

The authorized capital of this Corporation shall be Seven Thousand Five Hundred (7,500) shared of One and No/100 (\$1.00) Dollar par value, to be known as common stock payable in lawful money of the United States of America, said stock to be fully paid and non-assessable. Said stock shall be issued in units of one share or multiples thereof.

Subject to the provisions of the corporation laws of the State of Florida, this Corporation may enter into contracts with any party, natural or otherwise, including its Stockholders, for or relation to the sale and/or purchase of any number of shares of the capital stock of this Corporation, whether then held by the Corporation or by its said Stockholders, on such terms and conditions as may be necessary, in the opinion of the Board of Directors of said Corporation, and to insure the success of any such contractual agreements, stock options, and stock purchase agreements by and between the Stockholders of the Corporations, and may make the capital stock of this Corporation subject to the terms and provisions of any such agreement of agreements, provided only that this Corporation shall not purchase or redeem any of its capital stock in such manner as to reduce the aggregate amount to an amount sufficient to equal all outstanding and remaining capital stock of the Corporation, plus all other liabilities of the Corporation, and , provided further, that no such purchase or redemption shall operate as a reduction of the number of shared which this Corporation is authorized to have outstanding, and, provided further, that such shard purchased or redeemed by this Corporation may be held in the treasury of the Corporation subject to reissue for sufficient consideration by the Board of Directors of this corporation.

**ARTICLE IV. INTIAL CAPITAL**

The amount of capital with wich this Corporation will begin business is Five Thousand and no/100 Dollars (\$5,000.00).

**ARTICLE V. TERM OF EXISTENCE**

This Corporation shall exist perpetually.

**ARTICLE VI. ADDRESS**

The initial address of the principal place of business of the Corporation in the State of Florida is: 115 West Reynolds Street, Plant City, Florida, 33566. The mailing address is: 115 West Reynolds Street, Plant City, Florida 33566. The Board of Directors may move the principal place of business from time to time, to any other address in Florida.

**ARTICLE VII. DIRECTORS**

This Corporation shall have not less than one (1) Director; however, the number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Stockholders. Upon an increase in the number of Directors, the additional directorships so created may be filled in the first instance in the same manner as vacancy in the Board of Directors.

**ARTICLE VII. INITIAL DIRECTORS**

The names and addresses of the first members of the Board of Directors are:

Cheri Aumond-McLean  
115 W. Reynolds St.  
Plant City, FL 33566

Nicole Smith  
115 W. Reynolds St.  
Plant City, FL 33566

**ARTICLE IX. INCORPORATORS**

The names and addresses of each of the Incorporators to the Articles of Incorporation are as follows;

Cheri Aumond-McLean  
115 W. Reynolds St.  
Plant City, FL 33566

Nicole Smith  
115 W. Reynolds St.  
Plant City, FL 33566

**ARTICLE X. DUPLICATE CERTIFICATES**

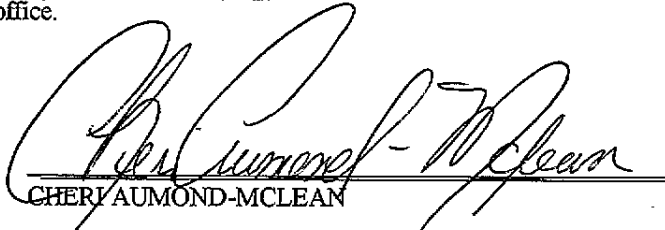
Duplicate certificates of stock may be issued pursuant to this charter for such stock as may have been lost or destroyed, together with a bond of indemnity with satisfactory security as determined by the Board of Directors of the Corporation, conditioned upon loss in consequence of issue of said duplicate certificate.

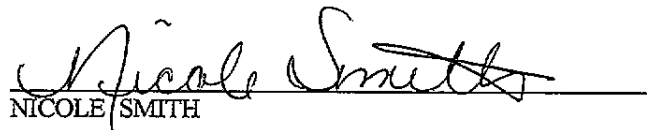
**ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended from time to time in the manner provided by law. Every amendment will be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE XII. REGISTERED AGENT**

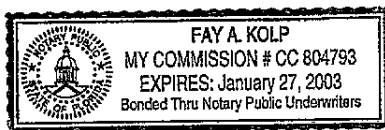
In compliance with Chapters 48 and 607, Florida Statutes, Helium + Balloons, Inc. does hereby designate Cheri Aumond-McLean as its registered agent, and the office of the Corporation located at 115 West Reynolds Street, Plant City, Florida 33566, as its registered office.

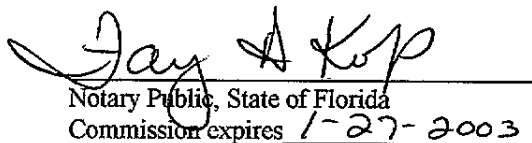
  
CHERI AUMOND-MCLEAN

  
NICOLE SMITH

STATE OF FLORIDA  
COUNTY OF HILLSBROUGH

The foregoing Articles of Incorporation were acknowledged before me this 5th day of April, 2000, by Cheri Aumond-McLean and Nicole Smith, the persons named in the foregoing Articles of Incorporation as Incorporators, who declared their identities and who have produced their Driver's Licenses as personal identification.

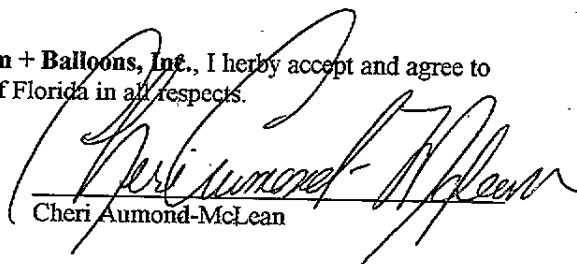


  
Notary Public, State of Florida  
Commission expires 1-27-2003

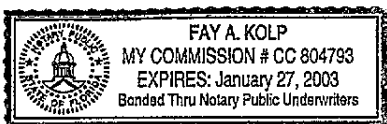


**ACKNOWLEDGMENT:**

Having been named as registered agent of the foregoing **Helium + Balloons, Inc.**, I hereby accept and agree to act in this capacity and agree to comply with the laws of the State of Florida in all respects.

  
Cheri Aumond-McLean

  
Notary Public, State of Florida



**FILED**  
00 APR 10 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA