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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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# CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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OTHER FILINGS	REGISTRATION/QUALIFICATION	
☐ Annual Report ☐ Fictitious Name	Foreign Limited Partner Reinstatement Trademark Other	rship

Examiner's Initials Par 7/20/00

# ARTICLES OF INCORPORATIONS

OF

Coin Des Enfants, INC.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

We the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

# ARTICLE I

The name of the Corporation is Coin des Enfants, Inc.

#### ARTICLE II

The purpose of the corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of the State of Florida.

# ARTICLE III

This corporation shall have perpetual existence.

# **ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, each share having the par value of one US dollar (\$1,00).

#### ARTICLE V

The name and post office address of the initial registered agent for service of process within this state shall be: Webens Marly Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite 325, Lauderdale Lakes, FL 33319.

#### ARTICLE VI

The amount of capital with which the corporation will not be less than Five Hundred US Dollars (\$500.00).

#### ARTICLE VII

The initial street address of the principal place of business of the corporation will be: 3361 NW 47<sup>th</sup> Terrace, Suite 325, Lauderdale Lakes, FL 33319, and it may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall render necessary or desirable. Said corporation shall also have the power to conduct its business outside the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices in and of said places of business.

# ARTICLE VIII

The business of the corporation shall be conducted by a Board of Directors, which shall consist of one or more members, as the same may be provided by the By-Laws of the corporation, and by the following officers, to wit: a President and such other officers as the Board of Directors may elect.

# **ARTICLE IX**

The corporation shall have four directors initially who, subject to the provisions of these Articles of Incorporation, the By-Laws and the Acts of Legislature, shall hold office for the first year of the corporations existence, or until her successor is elected and shall have qualified, and whose name and address is as follows:

President:

Webens Marly Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite

325, Lauderdale Lakes, FL 33319.

Treasurer:

Webens Marly Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite

325, Lauderdale Lakes, FL 33319.

Vice-President:

Ned-Jeline R. Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite

325, Lauderdale Lakes, FL 33319.

Secretary:

Ned-Jeline R. Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite

325, Lauderdale Lakes, FL 33319

#### ARTICLE X

The name and street address of the subscriber to the Articles of Incorporation is: Webens Marly Desamours, 3361 NW 47<sup>th</sup> Terrace, Suite 325, Lauderdale Lakes, FL 33319.

#### **ARTICLE XI**

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or to adopt new By-Laws shall be vested in the Board of Directors. The By-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the laws of the State of Florida of these Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors, shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

The corporation shall indemnify each director and officer of the corporation against all or any portion or any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved by reason of his being or having been an officer or director of the corporation (whether or not he continues to be an officer or director of the corporation at the time of incurring such expenses), such expenses to include the cost of reasonable settlements (other than amounts paid to the corporation itself) made with the view to curtailment of cost of litigation, except that n sums shall be paid in connection with any such settlement unless the corporation is advised by independent counsel that the officer of director so indemnified was not derelict in the performance of his duty as such director of officer. The corporation shall not, however, indemnify such director of officer with respect to matters as to which he shall be finally adjudged in any such action, suit or proceeding to have been derelict in the performance of his duty as such director of officer, nor in respect of any matter on any settlement or compromise is effected, if the total expense, including the cost of such settlement, shall substantially exceed the expense which might be reasonable incurred by such director or officer in conduction such litigation to a final conclusion and in no event shall anything herein contained be so construed as to protect or authorize the corporation to indemnify any such director or officer against any liability to the corporation or to its security holders to which he would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office. The foregoing right of indemnification shall not be exclusive of other rights to which any director or officer may be entitled as a matter of law.

IN WITTNESS WHEREOF, the undersigned subscriber has executed the forgoing Articles of Incorporation this 13<sup>th</sup> day of July 2000.

Webens Marly Desamours, Subscriber

#### STATE OF FLORIDA

#### **COUNTY OF BROWARD**

Before me personally appeared Webens Marly Desamours, to me will known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purpose therein expressed.

Witness my hand and official seal in the count and state named above this 13th day of July 2000.

NOTARY: Jama K. Sugos CC728389 4-22-2002

CHICIAL NOTARY SEAL LAURA KSUGGS NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC728369 MY COMMISSION EXP. APR. 22,2002

# STATE OF FLORIDA

Certificate Designating an Office, Place of Business or Domicile for the Service of Process within this State and Naming Registered Agent upon Who Process May Be Served

In pursuance of Section 48.091, Florida Statues, the undersigned herby certifies:

That Coin des Enfants, Inc., a corporation duly organized under the laws of the State of Florida, with its principal place of business at the City of Lauderdale Lakes, County or Broward, State of Florida, 33319, has designated and established 3361 NW 47th Terrace, Suite 325, Lauderdale Lakes, FL 33319, and names as its Registered agent thereat upon whom process may be served, Webens Marly Desamours, over the age of eighteen (18) and a resident of the State of Florida.

In Witness Whereof the undersigned corporation has caused this certificate to be signed in its corporate name by its duly authorized officer.

OFFICIAL NOTARY SEAL LAURA KSUGGS NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC728389 MY COMMISSION EXP. APR. 22.2002

Webens Marly Desamours, Subscriber

CC728389 4-22-2002

The undersigned, having been designated a Registered Agent for the service of process within the State of Florida upon the above named corporation, at the place designated in the foregoing certificate, does herby accept the appointment as such Registered Agent for said corporation.

In Witness whereof I set my hand this 13th day of July 2000.

OFFICIAL NOTARY SEAL LAURA KSUGGS NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC728389 MY COMMISSION EXP. APR. 22,2002 Webens Marly Desamours, Registered Agent